

***United States Court of Appeals  
for the Second Circuit***



**EXHIBITS**



RECEIVED  
U.S. COURT OF APPEALS  
MAY 1 1975

**75-7131**

*To be argued by*  
**SAM PANISH**

In The  
**United States Court of Appeals**  
For The Second Circuit

JOHN A. GAVIN,

*Plaintiff-Appellee,*

v.s.

TECHNICAL TAPE, INC., and TUCK INDUSTRIES, INC.,

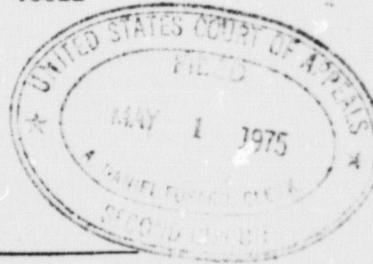
*Defendants-Appellants.*

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**EXHIBIT VOLUME**

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SAM PANISH  
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## TABLE OF CONTENTS

	Page
<u>Plaintiff's Exhibits:</u>	
1 — Employment Agreement Dated April 5, 1971 . . . . .	E1
2 — Minutes of Board of Directors of April 4, 1972 . . . . .	E3
3 — Minutes of Board of Directors of April 25, 1972 . . . . .	E12
4 — Inter-Office Memo Dated April 27, 1972 of Stephen Greenberg . . . . .	E17
5 — Notice of Special Meeting of Stock- holders Dated June 28, 1972 and Proxy Statement . . . . .	E18
6 — Letter Dated April 8, 1973 of Gerald Sprayregen to John Gavin (Plaintiff) . . .	E22
7 — Letter Dated April 10, 1973 of Plain- tiff to Defendant . . . . .	E23
8 — Net Earnings of Defendant for Fiscal Year 1971 . . . . .	E24
9 — Net Earnings of Defendant for Fiscal Year 1972 . . . . .	E25
11 — Letter Dated April 1972 of Edward T. Chappell to Defendant . . . . .	E26

## Contents

	Page
12 — Letter Agreement Dated April 21, 1972 of Edward T. Chappell and De- fendant . . . . .	E27
<u>Defendant's Exhibits:</u>	
A — Inter-Office Communication Dated April 16, 1971 of E. T. Chappell . . . . .	E29
B — Announcement Dated April 13, 1971 to Personnel of Defendant . . . . .	E30
C — 1968 Stock Option Plan of Defendant Dated July 27, 1971 . . . . .	E31
D — Expense Report Sheet of Plaintiff Dated April 6, 1973 . . . . .	E32
E — Expense Report Recapitulation of Plaintiff . . . . .	E33
F — Check of Defendant to Plaintiff Dated April 9, 1973 in the Sum of \$1,526.08 . .	E34
G — Check of Defendant to Plaintiff Dated April 9, 1973 in the Sum of \$1,538.46 .	E35
H — Federal Income Tax Return of Plain- tiff for Year 1973 . . . . .	E36
K — Letter Dated April 12, 1973 of De- fendant to Plaintiff . . . . .	E55

Contents

	Page
L — New Jersey Sales and Use Quarterly Tax Return of the Plaintiff for Period January 1 to March 31, 1974 . . . . .	E57
M — New Jersey Sales and Use Quarterly Tax Return of the Plaintiff for Period April 1, 1974 - to - June 30, 1974 . . . . .	E58
N — Minutes of Board of Directors of Defendant of August 22, 1974 . . . . .	E59
P - Personal Expense Account of Plain- tiff . . . . .	E67
S — Minutes of Board of Directors of Defendant of April 6, 1973 . . . . .	E68
T — Minutes of Board of Directors of Defendant of April 24, 1973 . . . . .	E74
U — Announcement Dated April 9, 1973 of Gerald Sprayregen of Defendant to Employees . . . . .	E76

PLAINTIFF'S EXHIBIT 1 - EMPLOYMENT AGREEMENT DATED  
APRIL 5, 1971

E1

AGREEMENT dated as of April 5, 1971 between TECHNICAL TAPE, INC. and TECHNICAL TAPE CORP., with offices at One LeFevre Lane, New Rochelle, New York (herein referred to as the "COMPANY") and JOHN A. GAVIN of 407 Beacon Boulevard, Sea Girt, New Jersey (herein referred to as GAVIN)

WHEREAS, JOHN A. GAVIN has been employed by the COMPANY as its Senior Vice President and Chief Operating Officer,

WHEREAS, the COMPANY desires to assure itself of the continuing services of GAVIN,

WHEREAS, GAVIN is willing to continue to serve the COMPANY,

NOW THEREFORE, in consideration of the premises and the mutual covenants herein contained, the parties agree as follows:

1. The COMPANY hereby employs GAVIN as its Senior Vice President and Chief Operating Officer and GAVIN accepts such employment, for a period of three (3) years beginning April 5, 1971 and ending April 5, 1974.

2. As compensation for the services to be rendered pursuant to this Agreement, the COMPANY shall pay to GAVIN a fixed salary at the rate of \$35,000 per annum, payable in equal monthly installments at the end of each month. Should the COMPANY at any time from April 5, 1971 to April 5, 1974 terminate GAVIN'S employment for any reason whatever, including but not limited to GAVIN's inability to perform, merger, dissolution or sale of stock or assets of the COMPANY, GAVIN will receive severance pay in the amount of \$35,000 per annum, payable in equal monthly installments at the end of each month until April 5, 1974. If the COMPANY shall adopt a pension, insurance or similar program, the Board shall determine the extent to which GAVIN shall participate in any such program and this Agreement shall not preclude such participation by him.

3. If GAVIN should become physically disabled or die during the term of his Agreement, the COMPANY shall continue to pay to GAVIN, or his personal representatives or such beneficiary or beneficiaries as he shall have designated in writing to the COMPANY, \$1250 per month for the number of months equal to the number of months he shall have performed hereunder, but no more than an aggregate of \$35,000 shall be payable pursuant to this paragraph.

The term "physical disability" as used herein shall mean such condition as shall prevent GAVIN from performing his services hereunder, other than temporary illness or disability lasting not more than 90 days.

E2

**Plaintiff's Exhibit 1 - Employment Agreement Dated** Page 2.

**April 5, 1971**

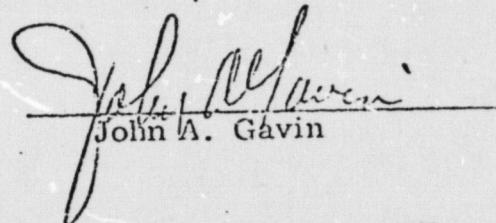
4. The COMPANY shall reimburse GAVIN for reasonable business expenses incurred in connection with the fulfillment of his duties, and shall provide office space, assistants and accommodations appropriate for his position with the COMPANY and adequate for the performance of his duties.

5. This Agreement shall be governed by and construed in accordance with the laws of the State of New York and shall supersede all other agreements of employment between the COMPANY and GAVIN except the Agreement with respect to confidential information and trade secrets acquired by GAVIN during the term of his employment and restricting GAVIN from competing with the COMPANY upon termination of employment, which Agreement shall remain in full force and effect.

6. No modification or termination of this Agreement shall be valid unless in writing and signed by GAVIN and the COMPANY.

7. Neither party shall have the right to assign this agreement or any rights or obligations hereunder, without the consent of the other party; provided, however, that upon the sale of all or substantially all of the assets, business and good will of the COMPANY to another corporation, or upon the merger or consolidation of the COMPANY with or into another corporation, this Agreement shall inure to the benefit of, and be binding upon, both GAVIN and the Corporation purchasing such assets, business and good will, or surviving such merger or consolidation, as the case may be, in the same manner and to the same extent as though such other corporation were named herein as the COMPANY.

IN WITNESS WHEREOF, the COMPANY has caused this Agreement to be signed by its duly authorized officer and its corporate seal to be hereunto affixed and GAVIN has set his hand, as of the day and year first above written.

  
John A. Gavin

ATTEST: *Mrs. Shirley J. Cooper* TECHNICAL TAPE CORP.

By *E T Chignell*  
President

ATTEST: *Mrs. Shirley J. Cooper* TECHNICAL TAPE, INC.  
April 5, 1971  
*Frank M. Burkhardt*

By *E T Chignell*  
President

PLAINTIFF'S EXHIBIT 2 - MINUTES OF BOARD OF DIRECTORS  
OF APRIL 4, 1972

MINUTES OF A SPECIAL MEETING OF THE  
BOARD OF DIRECTORS OF  
TECHNICAL TAPE, INC.

A Special Meeting of the Board of Directors of Technical Tape, Inc. ("Company") was held at the offices of Sprayregen & Company, Incorporated, 200 Park Avenue, New York, New York, on Tuesday, April 4, 1972 at 9:00 A.M.

The following directors were present:

Edward T. Chappell  
Andrew H. Heine  
Emery Jacoby  
Charles Katz  
Don Silvestri  
Gerald Sprayregen

being a majority of the directors of the Company and constituting a quorum thereof. Also present by invitation of the directors was Marc Weitzen, Esq. of Marshall, Bratter, Greene, Allison & Tucker, General Counsel to the Company.

Mr. Edward T. Chappell, President of the Company, acted as Chairman of the Meeting and appointed Mr. Katz Secretary of the meeting.

The Secretary presented a waiver of notice of the Meeting signed by W. David Robbins, which was, on motion duly made, seconded and unanimously carried, ordered affixed to the Minutes of this Meeting.

Plaintiff's Exhibit 2 - Minutes of Board of Directors  
of April 4, 1972

The Board then had a general discussion with respect to the working operations and business policies of the Company. It was the consensus of the Board that it would be in the best interest of the Company and the Company's shareholders if senior management of the Company were realigned. In accordance therewith, it was agreed that Mr. John Gavin, the Senior Vice President and Chief Operating Officer of the Company would become President of the Company, and Mr. Chappell would reassume his position as Vice President of Finance, which he had held prior to his becoming President of the Company in March, 1971.

The Board further agreed that it would be advisable to amend Article VI, Sections 1 and 2 of the By-Laws so that the Chairman of the Board would be the Chief Executive Officer of the Company and the President would be the Chief Operating Officer of the Company. It was the consensus of the Board that Mr. Gerald Sprayregen should become the Chairman of the Board. In accordance therewith, copies of the proposed Amendments prepared by the Company's counsel were distributed to the Meeting and a copy of such amendments were annexed to the Minutes of the Meeting as Exhibit A.

Thereupon, after full discussion and upon motion duly made, seconded and with the exception of Mr. Edward T. Chappell, unanimously carried, it was:

RESOLVED, that Mr. John Gavin, be and he hereby is elected to serve as President of the Company until the next annual meeting of the Board of Directors and until his successor shall have been duly elected and qualified.

Plaintiff's Exhibit 2 - Minutes of Board of Directors  
of April 4, 1972

RESOLVED, that Article VI, Sections 1 and 2 of the By-Laws of the Company be amended in accordance with Exhibit A attached hereto so as to provide that the Chairman of the Board is the Chief Executive Officer of the Company and the President is the Chief Operating Officer of the Company.

RESOLVED, that Mr. Gerald Sprayregen, be and he hereby is elected to serve as Chairman of the Board of Directors of the Company until the next annual meeting of shareholders and until his successor shall have been duly elected and qualified.

Mr. Gerald Sprayregen, the newly elected Chairman of the Board of Directors of the Company, then stated that matters occasionally arose which required action by the Board of Directors of the Company at times when it was difficult to convene a meeting of the entire Board. Such matters, which might include policy decisions, could be appropriately determined by an Executive Committee of the Board of Directors. The Chairman pointed out that Article V, Section 10 of the By-Laws authorized the appointment of an Executive Committee composed of two or more directors, the Committee to exercise such authority as is granted to them by resolution of the Board of Directors.

After discussion, upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that there hereby is appointed an Executive Committee of the Board of Directors of the Company, such Committee to consist of the following three members of the Board: Don Silvestri, John Gavin and Gerald Sprayregen; that vacancies occurring in the Executive Committee from any cause shall be filled by the Board of Directors; that all action of the Executive Committee shall be reported to the Board at its

**Plaintiff's Exhibit 2 - Minutes of Board of Directors****of April 4, 1972**

meeting next succeeding such action; that the Executive Committee shall fix its own rules of procedure, and shall meet when, where and as provided by such rules; that the presence of a majority of the Executive Committee shall be necessary to constitute a quorum thereof; and that an affirmative vote by a majority of all members of the Executive Committee present shall be necessary to take any action.

RESOLVED, that during the intervals between the meetings of the Board of Directors, the Executive Committee shall possess and may exercise all the powers of the Board of Directors, except that the Executive Committee shall not take any action which by law the Board of Directors is not permitted to delegate to an Executive Committee.

The Chairman then stated that the Annual Report of the Company, including a consolidated balance sheet and accompanying financial statements for the fiscal year ended December, 1971 was being prepared and would be printed and mailed to shareholders by late April. He then stated that in accordance with Article I, Section 2 of the By-Laws, the Company should hold its Annual Meeting of Shareholders on June 27, 1972. However, if it later appeared that such date was not feasible, the Company should alternatively have a Special Meeting of Shareholders in Lieu of an Annual Meeting on July 18, 1972, or as soon thereafter as possible. He further stated that the Meeting should be held at the offices of the Company's wholly owned subsidiary, Dominion Tape of Canada, Ltd. in an attempt to continue the procedure established in the previous year by the Board of Directors to hold all future meetings of shareholders at the offices of the Company's subsidiaries.

Plaintiff's Exhibit 2 - Minutes of Board of Directors  
of April 4, 1972  
The Secretary read the Minutes of the last Special

Meeting of the Board of Directors which was held on March 8, 1972.

After full discussion and upon motion duly made, seconded and unanimously carried the Minutes of such meeting was approved.

Mr. Chappell then stated that for personal reasons Andrew N. Heine, Esq., a member of the Board of Directors of the Company, had tendered his resignation from the Board of Directors effective as of the date hereof. The resignation was presented to the meeting and was affixed to the Minutes. After discussion, it was the consensus of the Board that a suitable replacement to fill the vacancy created by Mr. Heine's resignation would be Mr. John Gavin, the Senior Vice President and Chief Operating Officer of the Company.

Thereupon, after full discussion and upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the resignation by Andrew N. Heine from the Board of Directors of the Company, be and the same hereby is, accepted; and that Mr. John Gavin, Senior Vice President and Chief Operating Officer of the Company, be and he hereby is, elected to fill the vacancy created by Mr. Heine's resignation to serve as a member of the Board of Directors of the Company until the next annual meeting of the Shareholders and until his successor shall have been duly elected and qualified.

Plaintiff's Exhibit 2 - Minutes of Board of Directors  
of April 4, 1972

The Chairman then stated that in order to insure continuity of corporate policies, a proposal should be presented to shareholders to reconstruct the Board so as to provide for a classified Board of Directors. A fully classified Board of Directors would mean that two-thirds of the directors will have had experience on the Board and a change in a majority of the Board of Directors and corporate policies would require two successive annual meetings. The Chairman stated that this change could be accomplished by shareholder approval to an amendment of the Company's By-Laws which would provide that the Directors of the Company would be elected according to classes rather than all for a term of one year. The election of directors at the forthcoming Annual Meeting would take place in the following manner: Class I Directors would be elected to serve for one year, until the Annual Meeting of Shareholders in 1973 and until their successors were duly elected and qualified, Class II Directors would be elected to serve for two years, with their term of office expiring at the Second Annual Meeting following their election and until their successors were duly elected and qualified; and Class III Directors would be elected to serve for three years, with their term of office expiring at the Third Annual Meeting following their election and until their successors were duly elected and qualified. At each Annual Meeting thereafter, directors would be elected for a three-year term. The office of only one class of directors would expire annually and any particular director would stand for election only one in each three-year period. In accordance therewith, copies of a proposed Amendment to Article V, Section 1 of the Company's By-Laws prepared by the Company's counsel were distributed to the Meeting and a copy of such amendment was annexed to the Minutes of the Meeting.

Plaintiff's Exhibit 2 - Minutes of Board of Directors  
of April 4, 1972

as Exhibit B.

Company's counsel then stated that Article V, Section 2 of the By-Laws, would have to be amended so as to provide that any vacancy occurring among the directors may be filled by a majority of the remaining directors and that the director elected to fill such vacancy shall hold office for the unexpired term in respect of which such vacancy occurred and until successor has been duly elected and qualified. The Chairman then distributed to the meeting copies of the proposed Amendment to Article V, Section 2, that had been prepared by the Company's counsel and directed that a copy of such amendment be annexed to the Minutes of the Meeting as Exhibit C.

The Chairman then stated that it was necessary to determine a slate of directors to be recommended by Management for election at such meeting. After discussion and upon motion duly made and unanimously carried, it was

RESOLVED, that the Board of Directors submit a proposal to the Shareholders to amend Article V, Sections 1 and 2, of the By-Laws which would provide for the classification of the Board of Directors into three classes and matters related thereto, copies of which are annexed hereto;

RESOLVED, that the Annual Meeting of Shareholders of the Company be held at 9:30 A.M., on June 21, 1972, at the offices of the Company's wholly owned subsidiary, Dominion Tape of Canada, Ltd. in Ontario, Canada, or in the event the Annual Meeting is unable to be held at such time, a Special Meeting of Shareholders in lieu of Annual Meeting be held on July 18, 1972 at 9:30 A.M. in Ontario, Canada, or as soon thereafter as possible;

**Plaintiff's Exhibit 2 - Minutes of Board of Directors  
of April 4, 1972**

RESOLVED, that the Board of Directors recommend to the Shareholders for election as directors of the Company at said Annual or Special Meeting the following slate and if any of the nominees are unavailable, or if any of them are unwilling or unable to accept nomination for election, other nominees may be selected by the members of the Executive Committee.

Class I

(To serve until the Annual Meeting of Shareholders in 1973 and until their successors are duly elected and qualified)

Richard P. Bernard

Herman Sprayregen

Class II

(To serve until the Annual Meeting of Shareholders in 1974 and until their successors are duly elected and qualified)

John Gavin

Leo Bloom

Class III

(To serve until the Annual Meeting of Shareholders in 1975 and until their successors are duly elected and qualified)

W. David Robbins

Don Silvestri

Gerald Sprayregen

RESOLVED, that if in the event shareholder approval is not obtained for the classification of the Board of Directors of the Company, the above proposed slate be elected to serve until the next Annual Meeting of Shareholders and until their successors are duly elected and qualified.

RESOLVED, that the officers of the Company are directed to perform all other acts necessary or advisable and proper to effectuate the above resolutions.

Plaintiff's Exhibit 2 - Minutes of Board of Directors  
of April 4, 1972

The Chairman then stated that on March 30, 1972, the United States District Court for the Northern District of Illinois presented a Final Order in the case of Nachman v. Technical Tape, Inc. in which the Company agreed to dispose of its shares of Nachman Common Stock within two years from the date thereof while refraining from voting its shares and all other accounts which might constitute dominion or control of Nachman. Upon motion duly made, seconded and unanimously

RESOLVED, that the officers of the Company, or any of them, be, and they hereby are, authorized and directed to take any and all such further action to execute any and all such further documents or instruments as they, in their sole discretion, may determine to be necessary or appropriate, in order to carry out the purpose and intent of any of the foregoing resolutions and to effectuate the transactions described therein, including, without limitation, to make such changes in any of the agreements presented or described to this meeting required to effectuate the transactions described in the aforesigned resolutions, as they may determine to be in the best interests of the Company, such determination to be conclusively evidenced by the taking of such action or the execution of such documents or instruments.

There being no further business to come before the meeting, it was, upon motion duly made, seconded and unanimously carried, adjourned.

E T Clegg Jr  
Chairman

PLAINTIFF'S EXHIBIT 3 - MINUTES OF BOARD OF DIRECTORS  
OF APRIL 25, 1972  
MINUTES OF A SPECIAL MEETING OF THE  
BOARD OF DIRECTORS OF  
TECHNICAL TAPE, INC.

A Special Meeting of the Board of Directors of Technical Tape, Inc. ("Company") was held at the offices of Sprayregen & Company, Incorporated, 200 Park Avenue, New York, New York, on Tuesday, April 25, 1972 at 10:30 A.M.

The following directors were present:

Gerald Sprayregen  
Don Silvestri  
Emery Jacoby  
John Gavin  
Charles Katz

being a majority of the directors of the Company and constituting a quorum thereof. Also present by invitation of the directors were Marc Weitzen, Esq. and Samuel F. Ottensoser, Esq. of Marshall, Bratter, Greene, Allison & Tucker, general counsel to the Company.

Mr. Gerald Sprayregen, the Chairman of the Board, acted as Chairman of the meeting and appointed Mr. Katz Secretary of the meeting.

The Secretary presented a notice of waiver of the meeting together with an affidavit showing due mailing thereof to all of the directors, which notice and affidavit were, on motion duly made, seconded and unanimously carried, ordered affixed to the minutes of this meeting.

Plaintiff's Exhibit 3 - Minutes of Board of Directors  
of April 25, 1972

The Board then discussed the possibility of the Company purchasing a piece of property in Rome, New York from General Cable for use as a warehouse facility or for investment purposes. The Board agreed that Mr. Sprayregen should be allowed to enter into negotiations on behalf of the Company to purchase the property for up to \$750,000, to be paid either in cash or through the issuance of shares of the Company's common stock, subject to Board of Director and Shareholder approval.

After discussion, and upon motion duly made and unanimously carried and seconded, it was

RESOLVED, that Gerald Sprayregen be, and he hereby is authorized to institute negotiations leading to the purchase by the Company of the land presently owned by General Cable and located in Rome, New York at a purchase price of no more than \$750,000, said amount payable either in cash or through the issuance of shares of the Company's common stock, subject to Board of Director and Shareholder approval.

The Chairman then stated that discussion was in order with respect to the resignation, which became effective as of April 21, 1972 of E. T. Chappell as President and Director of the Company and as officer or director of any of the Company's subsidiaries. The Chairman stated that it would be appropriate for the Directors to ratify the settlement that was entered into by and between the Company and Mr. Chappell. A copy of the contract providing for the settlement of Mr. Edward T. Chappell's employment contract by the payment of \$35,000 to be paid quarterly over the term of one year was presented to the meeting.

Plaintiff's Exhibit 3 - Minutes of Board of Directors  
of April 25, 1972

Upon motion duly made, seconded and unanimously carried,  
it was

RESOLVED, that the arrangement entered into by the Company in order to settle Mr. Chappell's employment contract by the payment of \$35,000 to be paid quarterly over the term of one year be and it hereby is ratified.

A general discussion was then held in regards to the increased responsibilities assumed by Mr. Sprayregen as the result of his recent election as the Chairman of the Board and Chief Executive Officer of the Company and Mr. John Gavin as the result of his recent election as President of the Company. It was the Board's decision, with Mr. Sprayregen and Mr. Gavin refraining from any such discussion, that such added responsibilities required an increase in Mr. Sprayregen's and Mr. Gavin's aggregate remuneration.

Mr. Silvestri suggested that salaries, retroactive to April 4, 1972, in the amount of \$60,000 and \$50,000, respectively, be granted to Mr. Sprayregen and Mr. Gavin and that for the fiscal years 1972 and 1973, Mr. Gavin be entitled to receive 2½% of the increment of net income from operations exclusive of special items, over net income from operations for fiscal year 1971. It was the consensus of the Board that Mr. Gavin's percentage be subject to limitations based upon the earnings of the acquired companies and to certain other exclusions as may later be determined by the Board of Directors.

A discussion followed concerning proposals to grant stock options under the Company's 1969 Stock Option Plan to certain officers and key employees of the Company and its subsidiaries. The Board of Directors agreed to issue such options subject to the determination by

E15

Plaintiff's Exhibit 3 - Minutes of Board of Directors  
of April 25, 1972

Marshall, Bratter, Greene, Allison & Tucker that such options fall  
within the permissible guidelines set forth under Phase 2 of Presi-  
dent Nixon's Economic Stabilization Program.

On motion duly made and seconded, it was unanimously

RESOLVED, that options to purchase shares of stock of the Company under the Company's 1968 Stock Option Plan be and the same hereby are granted effective as of this date, at an option price of \$3.50 per share, to the following officers and key employees of the Company and its subsidiaries for the following number of shares set after each of their respective names:

John Gavin	10,000 shares
Gerald Sauler	10,000 shares
Donald Moran	10,000 shares
Don Silvestri	10,000 shares

RESOLVED, that the proper officers of the Company be and they hereby are authorized to execute and deliver any instruments or documents and to do any and all acts and things necessary or desirable to effectuate the granting of said options;

RESOLVED, that Continental Stock Transfer Corporation, as transfer agent, and Chemical Bank, as registrar, be and they hereby are authorized and directed to issue shares of the common stock of the Company upon the exercise of the above holders of options under the Company's 1969 Stock Option Plan when so instructed by letter signed by the President or any Vice President of the Company and countersigned by the Secretary, the Assistant Secretary, or the Treasurer, stating the name and address of the option holder to whom the shares are to be issued and that the option price for said shares has been received by the Company; and further

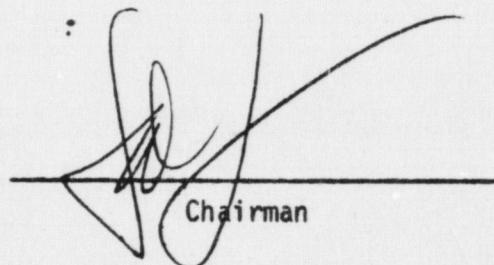
RESOLVED, that the issuance of the above options be subject to the final determination by Messrs. Marshall Bratter Greene, Allison & Tucker that such options are permissible and fall within Phase 2 guidelines of President Nixon's Economic Stabilization Program.

Plaintiff's Exhibit 3 - Minutes of Board of Directors  
of April 25, 1972

A general discussion was then held with respect to the business of the Company. The Chairman then suggested that the following resolution be adopted. After full discussion and upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the officers of the Company, or any of them, be, and they hereby are, authorized and directed to take any and all such further action to execute any and all such further documents or instruments as they, in their sole discretion, may determine to be necessary or appropriate, in order to carry out the purpose and intent of any of the foregoing resolutions and to effectuate the transactions described therein, including, without limitation, to make such changes in any of the agreements presented or described in the aforesigned resolutions, as they may determine to be in the best interests of the Company, such determination to be conclusively evidenced by the taking of such action or the execution of such documents or instruments.

There being no further business to come before the meeting, it was, upon motion duly made, seconded and unanimously carried, adjourned.



Chairman

E17

PLAINTIFF'S EXHIBIT 4 - INTER-OFFICE MEMO DATED APRIL 27, 1972  
OF STEPHEN GREENBERG

Tuck Industries, Inc.

INTER-OFFICE COMMUNICATION

TO: Mrs. Helen Morphis

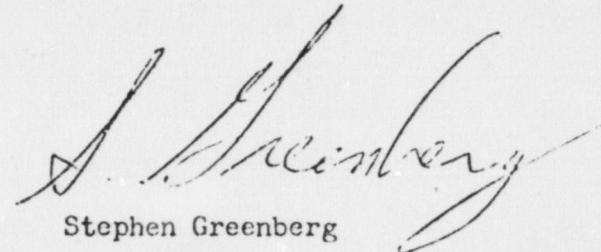
Date April 27, 1972

From: Stephen Greenberg

Subject: Mr. John Gavin and Mr. Gerald Sprayregen

In accordance with the decision by the Board of Directors April 18, 1972, Mr. John Gavin is to receive an increase to an annual rate of \$50,000.00 and Mr. Gerald Sprayregen is to be put on our payroll at the annual rate of \$60,000.00 Both are effective April 4, 1972.

Therefore please make the necessary salary adjustments retroactive to April 4, 1972.



Stephen Greenberg

SG/pd

cc Mr. John Gavin

PLAINTIFF'S EXHIBIT 5 - NOTICE OF SPECIAL MEETING OF  
STOCKHOLDERS DATED JUNE 28, 1972 AND PROXY STATEMENT  
**TECHNICAL TAPE, INC.**

1 LeFevre Lane  
New Rochelle, New York 10801

**NOTICE OF SPECIAL MEETING OF SHAREHOLDERS  
IN LIEU OF ANNUAL MEETING  
To be Held on August 10, 1972**

To the Shareholders of  
Technical Tape, Inc.:

NOTICE IS HEREBY GIVEN that a Special Meeting of Shareholders in Lieu of Annual Meeting of Technical Tape, Inc., a Michigan corporation ("Company"), will be held at the offices of the Company's wholly-owned subsidiary, Dominion Tape of Canada, Ltd., 104 William Street, Cornwall, Ontario, Canada, on August 10, 1972, at 9:00 A.M., local time, for the following purposes:

1. To consider and vote upon a proposed amendment to the By-Laws of the Company which will provide for the classification of the Board of Directors into three classes, and matters related thereto;
2. In the event of approval by shareholders of the foregoing amendment to the By-Laws, to elect two directors for a term of one year, two directors for a term of two years and three directors for a term of three years; or in the event of disapproval by shareholders of such By-Laws amendment, to elect seven directors for the ensuing year and until their successors are duly elected and qualified;
3. To approve a stock purchase arrangement authorizing the sale by the Company of 200,000 shares of common stock to Gerald Sprayregen, the Chairman of the Board and Chief Executive Officer;
4. To approve the conversion by the Company, at its option, of notes aggregating \$1,000,000, issued to Lehigh Valley Industries, Inc. and a subsidiary thereof in December 1970, in connection with the acquisition of Steadley Company, Inc. into shares of the Company's Common Stock; and
5. To transact such other business as may properly come before the meeting, or any adjournments thereof.

The Board of Directors has fixed the close of business on June 28, 1972, as the record date for the determination of shareholders entitled to notice of and to vote at the meeting. You are cordially invited to attend the meeting in person.

Whether or not you plan to attend the meeting, you are urged to date, sign and mail the enclosed Proxy and return it promptly to the Company in the return envelope provided for this purpose. Return of your Proxy does not deprive you of your right to attend the meeting and vote your shares in person.

By Order of the Board of Directors,

HOWARD WEITZ,  
*Secretary*

Dated: New Rochelle, New York  
June 28, 1972

**Plaintiff's Exhibit 5 - Notice of Special Meeting of Stockholders Dated June 28, 1972 and Proxy Statement**

**CLASS I**

(To serve until the Annual Meeting of Shareholders in 1973  
and until their successors are duly elected and qualified)

<u>Nominee</u>	<u>Principal Occupation</u>	<u>Served as Director Since</u>	<u>Shares of Common Stock Beneficially Owned on June 28, 1972</u>	<u>Principal Amount of 8% Convertible Subordinated Debentures Due March 1, 1992 Beneficially Owned on June 28, 1972(1)</u>
Richard P. Bernard	Vice President and Treasurer of Sprayregen & Company, Incorporated since January 1969; Vice President and Treasurer of Sprayregen Securities, Inc. since December 1970; registered representative for Scheinman, Hochstein & Trotta from April 1968 to December 1968 and for Schweikert & Co. from October 1965 to April 1968.	—	800	\$ 30,000
Howard Weitz	Vice President, Secretary and Corporation Counsel to the Company and to The Stratton Group, Ltd., diversified retailers, since May 1972; Corporation Counsel and Secretary to Plaza Group, Inc., a consumer merchandiser, from March 1970 to May 1972; from prior to May 1967 to March 1970 associate and partner in the law firm of Leventritt, Lewittes & Bender.	—	100	None

**CLASS II**

(To serve until the Annual Meeting of Shareholders in 1974  
and until their successors are duly elected and qualified)

<u>Nominee</u>	<u>Principal Occupation</u>	<u>Served as Director Since</u>	<u>Shares of Common Stock Beneficially Owned on June 28, 1972</u>	<u>Principal Amount of 8% Convertible Subordinated Debentures Due March 1, 1992 Beneficially Owned on June 28, 1972(1)</u>
John Gavin(2)* (3)	President and Chief Operating Officer of the Company since April 1972; Senior Vice President and Chief Operating Officer of the Company from April 1971 to April 1972; for a year prior to that Vice-President of Marketing of a subsidiary of American Bil-	1972	100	None

**Plaintiff's Exhibit 5 - Notice of Special Meeting of  
Stockholders Date June 28, 1972 and Proxy Statement**

\* Member of Executive Committee

- (1) A Debenture holder has the right, at any time, to convert his Debenture into Common Stock of the Company at the rate of \$3.75 principal amount of Debentures for each share converted.
- (2) At a meeting of the Board of Directors held on March 8, 1972, Dr. W. David Robbins was elected as a director to fill the vacancy created by the resignation of Lawrence N. Hurwitz. On April 4, 1972, Mr. John Gavin was elected a director of the Company to fill the vacancy created by the resignation of Mr. Andrew N. Heine and was elected President to replace Mr. Edward T. Chappell who resigned from all his positions with the Company on April 21, 1972.
- (3) Mr. Gavin's brother and sister own an additional 1,500 shares of Common Stock of which he disclaims any beneficial interest.
- (4) Mr. Herman Sprayregen is the father of Gerald Sprayregen. Mr. Herman Sprayregen's wife owns 7,500 shares of Common Stock of which he disclaims any beneficial interest.
- (5) Sprayregen & Company, Incorporated holds warrants to purchase up to 100,000 shares of the Company's Common Stock at \$9.00 per share; 50,000 of such warrants expire in June, 1974 and the balance expire in August, 1974. Sprayregen Securities, Inc. owns 11,700 shares of Common Stock and \$10,000 principal amount of Debentures.
- (6) Mr. Sprayregen's wife and children own an additional 3,500 shares of Common Stock and \$45,000 principal amount of Debentures. His mother, brother and sister also own an aggregate of 14,757 shares of Common Stock and his father owns \$196,000 principal amount of Debentures. Mr. Sprayregen disclaims any beneficial interest in the Common Stock and Debentures owned by his mother, father, brother and sister.

**Remuneration and Other Benefits**

The following information is furnished for the aggregate remuneration paid for the fiscal year ending December 25, 1971, with respect to (i) each director of the Company whose aggregate direct remuneration exceeded \$30,000 and all officers of the Company whose aggregate direct remuneration exceeded \$30,000; and (ii) all directors and officers as a group:

Name of Individual or Identity of Group	Capacity in Which Remuneration was Received	Aggregate Remuneration
John Gavin	Senior Vice President and Chief Operating Officer	\$ 35,577
Charles Katz	Vice President; Acting President	\$ 48,609
J. Roger Lawrence	Senior Vice President	\$ 60,648
Don Silvestri	Vice President	\$ 31,212
All Directors and Officers as a Group (10 persons)		\$222,171(1)(2)

- (1) Excludes aggregate remuneration of \$43,000 paid to Edward T. Chappell. On April 4, 1972, Mr. Chappell was replaced by John Gavin as President of the Company; on April 21, 1972 Mr. Chappell resigned from all his remaining positions, including Director, with the Company and entered into an agreement with the Company providing for a settlement of his employment contract by the payment of \$35,000 (to be paid quarterly over the term of one year). Also not included are director's fees of \$250 paid to Charles Erdman and \$125 to S. D. Fuller who are no longer directors of the Company. Also not included is \$190,545 in legal fees received during 1971 through the four months ended April 30, 1972 by the firm of Marshall, Bratter, Greene, Allison & Tucker in which Andrew N. Heine, who served as a director from May 1971 to April 1972, is a partner.
- (2) Includes bonuses of \$10,000 and \$9,000 paid to Messrs. Gavin and Silvestri, respectively. Although the Company has no formal bonus plan, the Board of Directors of the Company does, at its discretion, award bonuses to executive officers on the basis of individual merit.

**Plaintiff's Exhibit 5 - Notice of Special Meeting of  
Stockholders Dated June 28, 1972 and Proxy Statement**

Mr. Lawrence's five-year employment contract expires in 1975 and provides for direct compensation at the annual rate of \$38,000 plus 3% of the net income, before taxes and interest, up to \$400,000, and 5% of the net income in excess of \$400,000, of the Company's subsidiary, Steadley Company, Inc. Mr. John Gavin, who joined the Company in April 1971, has a three-year employment agreement which expires on April 5, 1974 and which, as amended, provides for direct remuneration at an annual rate of \$50,000. In addition, for the fiscal years 1972 and 1973 Mr. Gavin is entitled to receive 2½ % of the increment, subject to certain exclusions, over the Company's net earnings for fiscal year 1971. Effective as of April 4, 1972, Mr. Gerald Sprayregen, the Chairman of the Board and Chief Executive Officer of the Company, receives direct remuneration at an annual rate of \$60,000. Mr. Don Silvestri, who joined the Company as Vice President in April 1971, presently receives direct remuneration at an annual rate of \$45,000. Neither Mr. Sprayregen nor Mr. Silvestri have employment contracts and their salary arrangements are subject to review by the Board of Directors on an annual basis.

#### **Stock Options**

As of June 28, 1972, outstanding and unexercised options, issued under the 1963, 1968 and 1969 Stock Option Plans to purchase Common Stock were held by the following officers and directors of the Company.

Name	Shares Subject to Option	Option Price per Share	Expiration Dates
John A. Gavin .....	30,000 10,000	\$3.50 3.50	April 30, 1976 April 25, 1977
Charles Katz .....	10,000 1,900	6.75 9.00	November 6, 1973 September, 1972
Don Silvestri .....	15,000 10,000	3.125 7.50	May 20, 1976 April 25, 1977
All Officers and Directors as a Group (6 persons) .....	102,000	3.00 to 9.00	September, 1972 through June 13, 1977

Except for options to purchase 100 shares exercised in 1969, no options have been exercised under the 1968 and 1969 Stock Option Plans. No other officers or directors of the Company, except as set forth above, currently hold options to purchase securities of the Company.

The 1968 and 1969 Stock Option Plans are designed to conform to the requirements for qualified stock option plans under Section 422 of the Internal Revenue Code. There are presently outstanding under the 1968 Plan, options for the purchase of an aggregate of 95,000 shares of Common Stock and under the 1969 Plan, options for the purchase of an aggregate of 59,500 shares of Common Stock.

Restricted stock options for an aggregate of 30,000 shares of Common Stock were granted by the Company in 1963 under a plan which terminates in May 1973. Options for the purchase of an aggregate of 6,900 shares at a purchase price of \$9.00 per share are presently outstanding under this restricted stock option plan. During the past fiscal year, no stock options were granted nor were any outstanding options exercised under this Plan.

PLAINTIFF'S EXHIBIT 6 - LETTER DATED APRIL 8, 1973 OF  
GERALD SPRAYREGEN TO JOHN GAVIN (PLAINTIFF)

GERALD SPRAYREGEN  
TECHNICAL TAPE, INC.

April 8, 1973

Mr. John Gavin  
407 Beacon Boulevard  
Sea Girt, New Jersey 08750

Dear Mr. Gavin:

This shall confirm our telephone conversation of yesterday. Following your departure from last Friday's (April 6, 1973) Board meeting, the directors accepted your resignation which you submitted earlier that day as an officer, director and employee of the Company and its subsidiaries. The Board felt strongly that it had no alternative except to accept your resignation in view of the ultimatum which you had issued.

As I told you on the phone yesterday, I am prepared to meet with you Monday morning to try to work out the details relating to your resignation.

I certainly hope that this can be resolved quickly and amicably.

Very truly yours,

TECHNICAL TAPE, INC.

By

GERALD SPRAYREGEN

B.C. H. Weitz, Esq.  
C. Bangsar, Esq.

PLAINTIFF'S EXHIBIT 7 - LETTER DATED APRIL 10, 1973 OF  
PLAINTIFF TO DEFENDANT

14 FAXX 20 FOR IDENT.  
3 B-24 BUSINESS REPORTING SVC.

407 Beacon Blvd.  
Sea Girt, New Jersey 08750  
April 10, 1973

Board of Directors  
Technical Tape, Inc.  
200 Park Avenue  
New York, New York

Gentlemen:

I write to object to my wrongful discharge as President and Chief Operating Officer of Technical Tape, Inc. As you are aware, I have been employed pursuant to an employment agreement and, unless said agreement is fulfilled in every respect, I will have no alternative but to immediately take all steps necessary to protect my interests.

Furthermore, Mr. Gerald Sprayregan's statements as quoted in Tuesday, April 10, 1973 Wall Street Journal are not only inaccurate and misleading, but are also embarrassing and detrimental to my reputation in the industry. At no time did I resign either as President, Chief Operating Officer or Director of Technical Tape, Inc.

Very truly yours,

*John A. Gavin*  
JOHN A. GAVIN

**PLAINTIFF'S EXHIBIT 8 - NET EARNINGS OF DEFENDANT FOR  
FISCAL YEAR 1971**

CONSOLIDATED STATEMENT OF INCOME

TECHNICAL TAPE, INC. AND SUBSIDIARIES

	Year (52 Weeks) Ended	
	<u>December 25, 1971</u>	<u>December 26, 1970</u>
Sales	<u>\$34,472,641</u>	<u>\$23,699,450</u>
Costs and expenses:		
Cost of sales, excluding depreciation	27,636,332	18,647,902
Selling, general and administrative	4,251,876	4,353,563
Interest	606,274	276,338
Depreciation	746,034	771,847
	<u>33,240,516</u>	<u>24,049,650</u>
Income (loss) before taxes on income	1,232,125	350,200)
Taxes on income (Note 9)	599,000	
	<u>633,125</u>	<u>( 350,200)</u>
Income (loss) from continuing operations		
Loss from operations of subsidiary sold, net of tax benefit of \$46,000 in 1971 (Note 1)	( 47,000)	( 475,411)
Income (loss) before extraordinary items	<u>586,125</u>	<u>( 825,611)</u>
Extraordinary items:		
Tax benefit of loss carryforwards	570,000	
Gain on sale of property, plant and equipment, no tax effect		184,574
Gain on sale of subsidiary, net of taxes of \$36,000	109,000	
Provision for loss on sale of marketable securities, net of tax benefit of \$19,000 (Note 4)	( 56,000)	
	<u>623,000</u>	<u>184,574</u>
Net income (loss)	<u><u>\$ 1,209,125</u></u>	<u><u>\$( 641,037)</u></u>
Earnings (loss) per common share and common equivalent share (Note 13):		
Primary:		
Income (loss) from continuing operations	\$ .19	\$(.11)
Loss from operations of subsidiary sold	(.01)	(.15)
Income (loss) before extraordinary items	.18	(.26)
Extraordinary items	.20	.06
Net income (loss)	<u><u>.38</u></u>	<u><u>\$(.20)</u></u>
Fully diluted:		
Income from continuing operations	\$.17	
Loss from operations of subsidiary sold	(.01)	
Income before extraordinary items	.16	
Extraordinary items	.17	
Net income	<u><u>.33</u></u>	

*See notes to consolidated financial statements.*

**PLAINTIFF'S EXHIBIT 9 - NET EARNINGS OF DEFENDANT FOR  
FISCAL YEAR 1972**

**STATEMENT OF INCOME**

	Year Ended	
	(53 weeks) December 30, 1972	(52 weeks) December 25, 1971
Net sales	<u>\$39,105,693</u>	<u>\$34,472,641</u>
Cost and expenses:		
Cost of sales, excluding depreciation	31,185,508	27,636,332
Selling, general and administrative expenses	4,965,545	4,251,876
Interest	872,080	606,274
Depreciation	709,064	746,034
	<u>37,732,197</u>	<u>33,240,516</u>
Income before income taxes	1,373,496	1,232,125
Income taxes (Note 8)	711,000	599,000
Income from continuing operations	662,496	633,125
Loss from subsidiary sold, net of tax benefit of \$46,000 in 1971	( 47,000)	
Income before extraordinary items	<u>662,496</u>	<u>586,125</u>
Extraordinary items:		
Tax benefit of net operating loss carryforwards	767,190	570,000
Gain on settlement of debt, net of taxes of \$147,000 (Note 5)	160,415	
Gain on sale of subsidiary, net of taxes of \$36,000		109,000
Loss on sale of marketable securities, net of tax benefit of \$12,000 in 1972 and \$19,000 in 1971 (Note 3)	( 24,918)	( 56,000)
	<u>902,687</u>	<u>623,000</u>
Net income	<u><u>\$ 1,565,183</u></u>	<u><u>\$ 1,269,125</u></u>
Earnings per common and common equivalent share (Note 11):		
Primary:		
Income from continuing operations	\$.20	\$.19
Loss from discontinued operations		(.01)
Income before extraordinary items	.20	.18
Extraordinary items	.27	.20
	<u><u>\$.47</u></u>	<u><u>\$.38</u></u>
Fully diluted:		
Income from continuing operations	\$.17	\$.17
Loss from discontinued operations		(.01)
Income before extraordinary items	.17	.16
Extraordinary items	.22	.17
Net income	<u><u>\$.39</u></u>	<u><u>\$.33</u></u>

See notes to consolidated financial statements.

PLAINTIFF'S EXHIBIT 11 - LETTER DATED APRIL 1972 OF  
EDWARD T. CHAPPELL TO DEFENDANT

Edward T. Chappell  
42 Gifford Road  
Somerset, New Jersey 08873

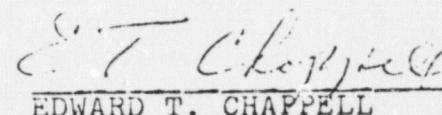
April , 1972

Technical Tape, Inc.  
Tuck Industries, Inc.  
1 LeFevre Lane  
New Rochelle, N.Y. 10801

Gentlemen:

Effective as of the date hereof, I hereby  
resign as President and Director of Tuck Industries,  
Inc., as a Director of Technical Tape, Inc. and from  
any and all other positions which I may presently hold  
with Technical Tape, Inc. and any of its subsidiaries.

Very truly yours,

  
EDWARD T. CHAPPELL

PLAINTIFF'S

APRIL 12  
U. S. DIST. COURT  
S. D. OF N. J.

PLAINTIFF'S EXHIBIT 12 - LETTER AGREEMENT DATED  
APRIL 21, 1972 OF EDWARD T. CHAPPELL AND DEFENDANT

Edward T. Chappell  
42 Gifford Road  
Somerset, New Jersey 08873

April 21, 1972

Technical Tape, Inc.  
Tuck Industries, Inc.  
1 LeFevre Lane  
New Rochelle, New York 10801

Gentlemen:

This will confirm the agreement by and among Technical Tape, Inc. (the "Company"), the Company's wholly-owned subsidiary, Tuck Industries, Inc. ("Tuck") and the undersigned, Edward T. Chappell ("Chappell") as follows:

1. Subject to the terms and conditions of this letter agreement, Chappell hereby resigns as of the date hereof as Director of the Company, President and Director of Tuck, and from any and all other positions that Chappell may hold with the Company and any of its subsidiaries. The Employment Agreement ("Employment Agreement") dated October 31, 1968, and any amendments thereto, between the Company and Chappell is cancelled and all rights and obligations created by the Employment Agreement are terminated as of the date hereof.

2. The Company hereby agrees to pay Chappell the principal amount of \$35,000 as full payment for any and all obligations which the Company, Tuck or any of its subsidiaries had, may have, or will have to Chappell, including any and all amounts and rights arising from the Employment Agreement, in the following manner:

(a) The Company is hereby delivering to Chappell a certified check in the principal amount of \$8,750, receipt of which is hereby acknowledged.

(b) The Company agrees to deliver certified checks of \$8,750 to Chappell on each of the following dates:

PLAINTIFFS

(i) August 21, 1972;

(ii) December 21, 1972; and

DEFENDANT (iii) April 21, 1973.

U. S. Dist. Court  
S. D. of N. Y.

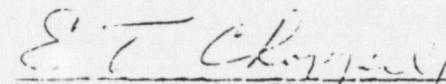
Plaintiff's Exhibit 12 - Letter Agreement Dated  
April 21, 1972 of Edward T. Chappell and Defendant

Technical Tape, Inc.  
Tuck Industries, Inc.  
Page Two  
April 21, 1972

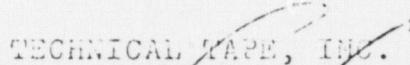
3. Chappell hereby agrees to release the Company, Tuck, and any and all of its subsidiaries from any and all obligations which might be due to Chappell and agrees to execute a release on the date hereof in the form and manner attached hereto as Exhibit 1. Excluded from the terms of such release shall be (i) the \$35,000 which the Company has agreed to pay Chappell pursuant to Paragraph 2 above, and (ii) so long as it continues to pay the legal fees of the other defendants who were directors of the Company, reasonable legal fees which the Company will continue to pay for Chappell in the derivative action entitled Albert Hoff v. Sprayregen & Company, Incorporated, Technical Tape, Inc., et al., U.S. District Court For the Southern District of New York and in the action entitled John Cerrone v. Edward T. Chappell, et al.

If the foregoing sets forth our understanding correctly, will you kindly sign and return a copy of this letter, whereupon the same shall constitute our agreement.

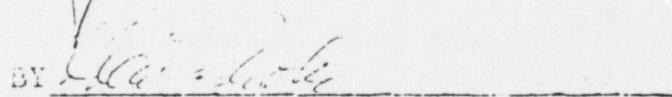
Very truly yours,

  
EDWARD T. CHAPPEL

AGREED TO AND ACCEPTED:

  
TECHNICAL TAPE, INC.

  
TUCK INDUSTRIES, INC.

  
BY L.W. - J.C.

DEFENDANT'S EXHIBIT A - INTER-OFFICE COMMUNICATION DATED  
APRIL 16, 1971 OF E. T. CHAPPELL

TECHNICAL TAPE CORPORATION

Inter-Office Communication

To: Helen Morphis ✓ April 16, 1971  
From: Edward T. Chappell  
Subject: John A. Gavin

As part of the employment agreement with Mr. John A. Gavin, the Company agreed to pay all of his Medical Insurance cost. Therefore, please do not withhold anything for medical insurance.

*E.T. Chappell*

ETC/ssc

E. T. Chappell

**DEFENDANT'S EXHIBIT B - ANNOUNCEMENT DATED APRIL 13, 1971  
TO PERSONNEL OF DEFENDANT**

Technical Tape Inc.

April 13, 1971

To All Personnel:

We are pleased to announce the appointment of John A. Gavin to the position of Executive Vice President and Chief Operating Officer of Technical Tape, Inc.

As Chief Operating Officer, Mr. Gavin will be responsible for the overall operating policy of marketing and manufacturing within our Company. He brings to this assignment a diverse background including more than ten years in the pressure sensitive tape industry.

I am sure you join me in giving him your full support.

*E. T. Chappell*

ETC/ssc

E. T. Chappell  
President

DEFENDANT'S EXHIBIT C - 1968 STOCK OPTION PLAN OF DEFENDANT DATED JULY 27, 1971  
TECHNICAL TAPE, INC.

E31

1968 Stock Option Plan

TECHNICAL TAPE, INC., a Michigan corporation (herein called the "Company"), hereby grants to JOHN A. GAVIN (the "Optionee"), an employee of the Company or one of its subsidiaries, an option to purchase 30,000 shares of the Common Stock of the Company at \$3.50 per share, subject to the following terms and conditions:

This Option is issued in accordance with and subject to the provisions of the 1968 Stock Option Plan of the Company adopted by the Board of Directors of the Company on February 10, 1968, and as amended by the Board of Directors of the Company on January 30, 1969. This Option may be exercised only to the extent and under the conditions set forth in the Plan, as amended, a copy of which is annexed hereto. This option expires five years from the date hereof.

The Optionee's rights under the Plan, as amended, and under this Option are wholly personal; no assignment or transfer of an Optionee's rights and interests in this Option may be made by the Optionee otherwise than by will or by the laws of descent and distribution; and this Option is exercisable only by the Optionee during his lifetime and so long as he is an employee of the Company or a subsidiary thereof.

Dated:

*July 27, 1971*

TECHNICAL TAPE, INC.

By: E T Chappell  
Edward T. Chappell, President

(The Form to be used for the exercise of this Option is attached hereto as Annex 1.)

**TECHNICAL TAPE CORPORATION  
EXPENSE REPORT**

~~Yefyadeats~~ 3/11/74 Zt 13 fr 1

3/11/20

**DETAILS OF BUSINESS MEALS OR ENTERTAINMENT**

DEFENDANT'S EXHIBIT E - EXPENSE REPORT RECAPITULATION  
OF PLAINTIFFNAME John A. GavinACCOUNT NUMBER 610-21AMOUNT OF EXPENSE REPORT 537.77365.81314.30751.56157.20TOTAL EXPENSES 2126.64LESS; TEMPORARY ADVANCES  
ACCOUNT NUMBER 001-40 -PERMANENT ADVANCES  
ACCOUNT NUMBER 001-41 -TRANSPORTATION  
ACCOUNT NUMBER 001-42 158.00  
442.56NET AMOUNT OF CHECK 1526.08DEFENDANT'S EXHIBIT D - EXPENSE REPORT SHEET OF PLAINTIFF  
DATED APRIL 6, 1973

DEFENDANT'S EXHIBIT F - CHECK OF DEFENDANT TO PLAINTIFF  
DATED APRIL 9, 1973, IN THE SUM OF \$1,526.08

LT 031710

252  
1-12  
210

TUCK INDUSTRIES, INC.

BANK  
LE FEVRE LANE  
NEW ROCHELLE, N.Y.

DATE

PAY TO THE ORDER OF

APR 9 1973  
1-12  
CHECK NO.

APR 9 1973

JOHN A. GAVIN

CHEMICAL BANK 22 WEST FIRST ST., MT. VERNON,

APR - 9 1973	210 12 10 00 00 00	\$ 1,526.08
CHEMICAL	1-12	NEW YORK
TWO SIGNATURES REQUIRED OVER \$1000		

*Leelanau*  
*A. Mark*

10210000120 252029259

00000152608

DEFENDANT'S EXHIBIT G - CHECK OF DEFENDANT TO PLAINTIFF  
DATED APRIL 9, 1973, IN THE SUM OF \$1,538.46

T 031711

252

1-12  
210

TUCK INDUSTRIES, INC.  
LE FEVRE LANE  
NEW ROCHELLE, N.Y.

DATE

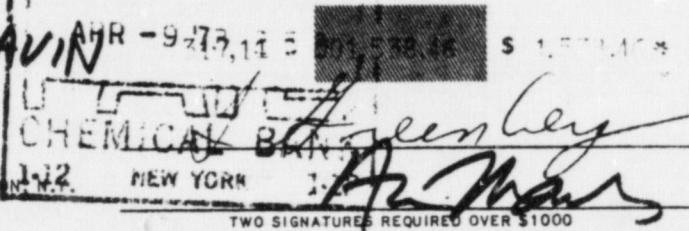
PAY TO THE ORDER OF



APR 9 1973

JOHN A GAVIN

CHEMICAL BANK 22 WEST FIRST ST., MT. VERNON, N.Y.



10210000121 252029259

00000153846

## DEF. EXHIBIT H - FEDERAL INCOME TAX RETURN OF PLAINTIFF FOR YEAR 1973

E30

## U.S. Individual Inc.

For the year January 1-December 31, 1973, or other taxable year beginning

Joint return, give first names and initials of both:	Last name
J. E. FRANCINE E.	GIVEN
Home address (Number and street, including apartment number, or rural route)	
1414 CLUN BLVD	
City, town or post office, State and ZIP code	
T. J. 10750	

## EXHIBIT

U. S. Dist. Cou  
S. D. of N. Y.

Security number	19
261-221-221	
Social security no.	261-22-1211
<i>[Handwritten signature]</i>	
Number of boxes checked ►	
Entered with	
Number ►	1

## Filing Status—check only one:

1  Single  
 2  Married filing joint return (even if only one had income)  
 3  Married filing separately. If spouse is also filing give spouse's social security number in designated space above and enter full name here ►  
 4  Unmarried Head of Household  
 5  Widow(er) with dependent child (Year spouse died ► 19 )

## Exemptions

6a You  
 b Spouse  
 c First  
 you

d Number of other dependents (from line 2c) ►

7 Total exemptions claimed ►

8 Presidential Election Campaign Fund.—Check □ if you wish to designate \$1 of your taxes for this fund. If joint return, check □ if spouse wishes to designate \$1. Note: This will not increase your tax or reduce your refund. See note below.

Income	9 Wages, salaries, tips, and other employee compensation. (Attach Forms W-2. If unavailable, attach explanation) ►	9	13,940.
	10a Dividends (See instructions on page 6.) \$ 120.00, 10b Less exclusion \$ 400.00, Balance ►	10c	25
	10d (Gross amount received, if different from line 10a) . . . . . \$ . . . . .	11	1,670.
	11 Interest income . . . . .	12	5,454.
	12 Income other than wages, dividends, and interest (from line 38) . . . . .	13	20,016.
	13 Total (add lines 9, 10c, 11, and 12) . . . . .	14	
	14 Adjustments to income (such as "sick pay," moving expenses, etc. from line 43) . . . . .	15	2,636.
	15 Subtract line 14 from line 13 (adjusted gross income) . . . . .		

- If you do not itemize deductions and line 15 is under \$10,000, find tax in Tables and enter on line 16.
- If you itemize deductions or line 15 is \$10,000 or more, go to line 44 to figure tax.
- CAUTION. If you have unearned income and can be claimed as a dependent on your parent's return, check here ► □ and see instructions on page 7.

Tax, Payments and Credits	16 Tax, check if from: <input type="checkbox"/> Tax Tables 1-12 <input type="checkbox"/> Tax Rate Schedule X, Y, or Z <input type="checkbox"/> Schedule D <input type="checkbox"/> Schedule G <input type="checkbox"/> Form 4726 OR <input type="checkbox"/> Form 4972	16	2,178.
	17 Total credits (from line 54) . . . . .	17	1,757
	18 Income tax (subtract line 17 from line 16) . . . . .	18	421.
	19 Other taxes (from line 61) . . . . .	19	
	20 Total (add lines 18 and 19) . . . . .	20	421.
	21a Total Federal income tax withheld (attach Forms W-2 or W-2P to front) . . . . .	21a	341.
	b 1973 estimated tax payments (include amount allowed as credit from 1972 return) . . . . .	b	
	c Amount paid with Form 4868, Application for Automatic Extension of Time to File U.S. Individual Income Tax Return	c	
	d Other payments (from line 65) . . . . .	d	
	22 Total (add lines 21a, b, c, and d) . . . . .	22	341.
Balance Due or Refund	23 If line 20 is larger than line 22, enter BALANCE DUE IRS Pay in full with return. Make check or money order payable to Internal Revenue Service ► (Check here ► □, if Form 2210, Form 2210F, or statement is attached. See instructions on page 8.) 24 If line 22 is larger than line 20, enter amount OVERPAID . . . . . ► 25 Amount of line 24 to be REFUNDED TO YOU . . . . . ► 26 Amount of line 24 to be credited on 1974 estimated tax . . . . . ►	23	
		24	3,020.
		25	3,020.

Note: 1972 Presidential Election Campaign Fund Designation.—Check □ if you did not designate \$1 of your taxes on your 1972 return, but now wish to do so. If joint return, check □ if spouse did not designate on 1972 return but now wishes to do so.

Sign here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which he has any knowledge.		
	RECEIVED 12/11/73		
Your signature	Date	Preparer's signature (other than taxpayer)	Date
Spouse's signature (if filing jointly, BOTH must sign even if only one had income)		Address (and ZIP Code) Preparer's Empl. Ident. or Soc. Sec. No.	

551 University

New York City 10003 13-3518647

Address (and ZIP Code) Preparer's Empl. Ident. or Soc. Sec. No.

Form 1040

Department of the Treasury—Internal Revenue Service  
Individual Income Tax Return

1040

For the year January 1–December 31, 1973, or other taxable year beginning

1973, ending

19

Please print or type

Name (If joint return, give first names and initials of both)	Last name	COUNTY OF RESIDENCE	Your social security number
JOHN E. FRANCINE E.	CAVET	MUSKOGEE	150 126 221
Present home address (Number and street, including apartment number, or rural route)		Spouse's social security no.	
401 N. 16TH ST. STE. 300		157 126 221	
City, town or post office, State and ZIP code	78750	Occupation	Yours ► EXECUTIVE Spouse's ► HOUSEWIFE

## Filing Status—check only one:

1  Single  
 2  Married filing joint return (even if only one had income)  
 3  Married filing separately. If spouse is also filing give spouse's social security number in designated space above  
 and enter full name here ► \_\_\_\_\_  
 4  Unmarried Head of Household  
 5  Widow(er) with dependent child (Year spouse died ► 19 )

Exemptions	Regular / 65 or over / Blind	Enter number of boxes checked ►
6a Yourself . . . . .	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	
b Spouse . . . . .	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	
c First names of your dependent children who lived with you		

See ATTACHED Enter number ► 1  
 d Number of other dependents (from line 27) . . . . .  
 7 Total exemptions claimed . . . . .

8 Presidential Election Campaign Fund.—Check  if you wish to designate \$1 of your taxes for this fund. If joint return, check  if spouse wishes to designate \$1. Note: This will not increase your tax or reduce your refund. See note below.

9 Wages, salaries, tips, and other employee compensation. (Attach Forms W-2. If unavailable, attach explanation)	9	10,410
10a Dividends (See instructions on page 6) \$ ..... 200., 10b Less exclusion \$ 400., Balance ►	10c	20
10d (Gross amount received, if different from line 10a) . . . . . \$ .....		
11 Interest income . . . . .	11	1,000
12 Income other than wages, dividends, and interest (from line 38) . . . . .	12	4,154
13 Total (add lines 9, 10c, 11, and 12) . . . . .	13	20,014
14 Adjustments to income (such as "sick pay," moving expenses, etc. from line 43) . . . . .	14	
15 Subtract line 14 from line 13 (adjusted gross income) . . . . .	15	20,014

• If you do not itemize deductions and line 15 is under \$10,000, find tax in Tables and enter on line 16.  
 • If you itemize deductions or line 15 is \$10,000 or more, go to line 44 to figure tax.  
 • CAUTION. If you have unearned income and can be claimed as a dependent on your parent's return, check here ►  and see instructions on page 7.

Please attach Copy B of Forms W-2 here

Please attach Copy A of Forms W-2 here

Income

Tax, Payments and Credits

Balance Due or Refund

16 Tax, check if from: <input type="checkbox"/> Schedule D <input type="checkbox"/> Schedule G <input type="checkbox"/> Tax Tables 1-12 <input type="checkbox"/> Tax Rate Schedule X, Y, or Z <input type="checkbox"/> Form 4726 OR <input type="checkbox"/> Form 4972	16	2,178
17 Total credits (from line 54) . . . . .	17	1,707
18 Income tax (subtract line 17 from line 16) . . . . .	18	321
19 Other taxes (from line 61) . . . . .	19	
20 Total (add lines 18 and 19) . . . . .	20	321
21a Total Federal income tax withheld (attach Forms W-2 or W-2P to front) . . . . .	21a	341
b 1973 estimated tax payments (include amount allowed as credit from 1972 return) . . . . .	b	
c Amount paid with Form 4868, Application for Automatic Extension of Time to File U.S. Individual Income Tax Return	c	
d Other payments (from line 65) . . . . .	d	
22 Total (add lines 21a, b, c, and d) . . . . .	22	341
23 If line 20 is larger than line 22, enter BALANCE DUE IRS (Check here ► <input type="checkbox"/> , if Form 2210, Form 2210F, or statement is attached. See instructions on page 8.)	23	
24 If line 22 is larger than line 20, enter amount OVERPAID . . . . .	24	3,620
25 Amount of line 24 to be REFUNDED TO YOU . . . . .	25	3,620
26 Amount of line 24 to be credited on 1974 estimated tax . . . . .	26	

Pay in full with return. Make check or money order payable to Internal Revenue Service ►

Note: 1972 Presidential Election Campaign Fund Designation.—Check  if you did not designate \$1 of your taxes on your 1972 return, but now wish to do so. If joint return, check  if spouse did not designate on 1972 return but now wishes to do so.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which he has any knowledge.

Sign here

Your signature Date

Preparer's signature (other than taxpayer) Date

D Your signature Date

D Preparer's signature (other than taxpayer) Date

52-1040-1973-13-5516697

Form 1040 (1973)

JOHN &amp; FRANCINE GAVAN

666122

Page 2

Other Dependents	(a) NAME	(b) Relationship	(c) Months lived in your home if born or died during year, write B or D	(d) Did dependent have income of \$750 or more?	(e) Amount YOU furnished for dependent's support if 100%, write ALL	(f) Amount furnished by OTHERS including dependent
					\$	\$

27 Total number of dependents listed in column (a). Enter here and on line 6d ►

**Part III Income other than Wages, Dividends, and Interest**

28 Business income or (loss) (attach Schedule C)	28	2,041
29 Net gain or (loss) from sale or exchange of capital assets (attach Schedule D)	29	
30 Net gain or (loss) from Supplemental Schedule of Gains and Losses (attach Form 4797)	30	
31 Pensions, annuities, rents, royalties, partnerships, estates or trusts, etc. (attach Schedule E)	31	
32 Farm income or (loss) (attach Schedule F)	32	
33 Fully taxable pensions and annuities (not reported on Schedule E—see instructions on page 3)	33	
34 50% of capital gain distributions (not reported on Schedule D)	34	
35 State income tax refunds (standard deduction—others see instructions on page 8)	35	2,127
36 Alimony received	36	
37 Other (state nature and source) ►	37	
38 Total (add lines 28, 29, 30, 31, 32, 33, 34, 35, 36, and 37). Enter here and on line 12 ►	38	5,554

**Part III Adjustments to Income**

39 "Sick pay." (From Forms W-2 and W-2P. If not shown on Forms W-2 or W-2P, attach Form 2440 or statement.)	39	
40 Moving expense (attach Form 3903)	40	
41 Employee business expense (attach Form 2106 or statement)	41	
42 Payments as a self-employed person to a retirement plan, etc. (see Form 4348)	42	
43 Total adjustments (add lines 39, 40, 41, and 42). Enter here and on line 14 ►	43	

**Part III Tax Computation (Do not use this part if you use Tax Tables 1-12 to find your tax.)**

44 Adjusted gross income (from line 15)	44	26,916
45 (a) If you itemize deductions, enter total from Schedule A, line 41 and attach Schedule A	45	5,354
(b) If you do not itemize deductions, enter 15% of line 44, but do NOT enter more than \$2,000. (\$1,000 if line 3 checked)		
46 Subtract line 45 from line 44	46	21,562
47 Multiply total number of exemptions claimed on line 7, by \$750	47	2,625
48 Taxable income. Subtract line 47 from line 46	48	18,937

(Figure your tax on the amount on line 48 by using Tax Rate Schedule X, Y, or Z, or if applicable, the alternative tax from Schedule D, income averaging from Schedule G, maximum tax from Form 4726, or special averaging from Form 4972.) Enter tax on line 16.

**Part IV Credits**

49 Retirement income credit (attach Schedule R)	49	
50 Investment credit (attach Form 3468)	50	1,757
51 Foreign tax credit (attach Form 1116)	51	
52 Credit for contributions to candidates for public office—see instructions on page 9	52	
53 Work Incentive (WIN) credit (attach Form 4874)	53	
54 Total credits (add lines 49, 50, 51, 52, and 53). Enter here and on line 17 ►	54	1,757

**Part IV Other Taxes**

55 Self-employment tax (attach Schedule SE)	55	
56 Tax from recomputing prior-year investment credit (attach Form 4255)	56	
57 Tax from recomputing prior-year Work Incentive (WIN) credit (attach schedule)	57	
58 Minimum tax. Check here ► <input type="checkbox"/> if Form 4625 is attached	58	
59 Social security tax on tip income not reported to employer (attach Form 4137)	59	
60 Uncollected employee social security tax on tips (from Forms W-2)	60	
61 Total (add lines 55, 56, 57, 58, 59, and 60). Enter here and on line 19 ►	61	

**Part IV Other Payments**

62 Excess FICA tax withheld (two or more employers—see instructions on page 9)	62	
63 Credit for Federal tax on special fuels, nonhighway gasoline and lubricating oil (attach Form 4136)	63	
64 Credit from a Regulated Investment Company (attach Form 2439)	64	
65 Total (add lines 62, 63, and 64). Enter here and on line 21d ►	65	

Foreign accounts Did you, at any time during the taxable year, have any interest in or signature or other authority over a bank, securities, or other financial account in a foreign country (except in a U.S. military banking facility operated by a U.S. financial institution)? If "Yes," attach Form 4683. (For definitions, see Form 4683.) ►  Yes  No

**SCHEDULE A**  
**(Form 1040)**
Department of the Treasury  
Internal Revenue Service

Name(s) as shown on Form 1040

**Itemized Deductions**

► Attach to Form 1040.

1973

Your social security number

**Medical and Dental Expenses (not compensated by insurance or otherwise)** for medicine and drugs, doctors, dentists, nurses, hospital care, insurance premiums for medical care, etc.

- 1 One half (but not more than \$150) of insurance premiums for medical care. (Be sure to include in line 10 below) . . . . .
- 2 Medicine and drugs . . . . .
- 3 Enter 1% of line 15, Form 1040 . . . . .
- 4 Subtract line 3 from line 2. Enter difference (if less than zero, enter zero) . . . . .
- 5 Enter balance of insurance premiums for medical care not entered on line 1 . . . . .
- 6 Enter other medical and dental expenses:
  - a Doctors, dentists, etc. . . . .
  - b Hospitals . . . . .
  - c Other (Itemize—include hearing aids, dentures, eyeglasses, transportation, etc.) ► . . . . .
- 7 Total (add lines 4, 5, 6a, b, and c) . . . . .
- 8 Enter 3% of line 15, Form 1040. . . . .
- 9 Subtract line 8 from line 7 (if less than zero, enter zero) . . . . .
- 10 Total (add lines 1 and 9). Enter here and on line 35 . . . . . ►

**Taxes**

- 11 State and local income . . . . .
- 12 Real estate . . . . .
- 13 State and local gasoline (see gas tax tables) . . . . .
- 14 General sales (see sales tax tables) . . . . .
- 15 Personal property . . . . .
- 16 Other (Itemize) ► . . . . .

SEE ATTACHED

- 17 Total (add lines 11, 12, 13, 14, 15, and 16). Enter here and on line 36 . . . . . ►

**Interest Expense**

- 18 Home mortgage. . . . .
- 19 Other (Itemize) ► . . . . .

SEE ATTACHED

- 20 Total (add lines 18 and 19). Enter here and on line 37 . . . . . ►

Contributions (See instructions on page 11 for examples.)

- 21 a Cash contributions for which you have receipts, cancelled checks, etc. . . . .
- b Other cash contributions. List donees and amounts. ► . . . . .

- 22 Other than cash (see instructions on page 12 for required statement) . . . . .

- 23 Carryover from prior years . . . . .

- 24 Total contributions (add lines 21a, b, 22, and 23). Enter here and on line 38 . . . . . ►

Casualty or Theft Loss(es) (See instructions on page 12.)

Note: If you had more than one loss, omit lines 25 through 28 and see instructions on page 12 for guidance.

- 25 Loss before insurance reimbursement . . . . .

- 26 Insurance reimbursement . . . . .

- 27 Subtract line 26 from line 25. Enter difference (if less than zero, enter zero) . . . . .

- 28 Enter \$100 or amount on line 27, whichever is smaller . . . . .

- 29 Casualty or theft loss (subtract line 28 from line 27). Enter here and on line 39. ►

Miscellaneous Deductions (See instructions on page 12.)

- 30 Alimony paid . . . . .

- 31 Union dues . . . . .

- 32 Expenses for child and dependent care services (attach Form 2441) . . . . .

- 33 Other (Itemize) ► . . . . .

SEE ATTACHED

- 34 Total (add lines 30, 31, 32, and 33). Enter here and on line 40 . . . . . ►

**Summary of Itemized Deductions**

- 35 Total medical and dental—line 10 . . . . .

- 36 Total taxes—line 17 . . . . .

- 37 Total interest—line 20 . . . . .

- 38 Total contributions—line 24 . . . . .

- 39 Casualty or theft loss(es)—line 29 . . . . .

- 40 Total miscellaneous—line 34 . . . . .

- 41 Total deductions (add lines 35, 36, 37, 38, 39, and 40). Enter here and on Form 1040, line 45 . . . . . ►

## DEF. EXHIBIT H - FEDERAL INCOME TAX RETURN OF PLAINTIFF FOR YEAR 1973

E40

SCHEDULE C  
(Form 1040)Department of the Treasury  
Internal Revenue Service

## Profit or (Loss) From Business or Profession

(Sole Proprietorship)

► Attach to Form 1040. ► Partnerships, joint ventures, etc., must file Form 1065.

1973

Name(s) as shown on Form 1040

Social security number

JULIA E. FRANCIS &amp; GAVIN

150-261-2012

A Principal business activity (see Schedule C Instructions) ▶

1FG

product ► TAPE &amp; LABELS

B Business name ▶

C LINE TAPE &amp; LABEL

C Employer identification number ► 22-2011091

D Business address (number and street) ► 516 Hwy 35 NEPTUNE NJ

City, State and ZIP code ►

E Indicate method of accounting: (1)  Cash (2)  Accrual (3)  Other ►Yes  No 

F Were you required to file Form W-3 or Form 1096 for 1973? (See Schedule C Instructions.)

If "Yes," where filed ▶

X

G Was an Employer's Quarterly Federal Tax Return, Form 941, filed for this business for any quarter in 1973?

H Method of inventory valuation ► C.I.F.T. Was there any substantial change in the manner of determining quantities, costs, or valuations between the opening and closing inventories? (If "Yes," attach explanation) ▶

Income	1 Gross receipts or sales \$ 5,703. Less: returns and allowances \$ . . . . . Balance ►	5,703. . . . .
	2 Less: Cost of goods sold and/or operations (Schedule C-1, line 8) . . . . .	6,484. . . . .
	3 Gross profit . . . . .	2,225. . . . .
	4 Other income (attach schedule) . . . . .	2,225. . . . .
	5 Total income (add lines 3 and 4) . . . . .	546. . . . .
	6 Depreciation (explain in Schedule C-3) . . . . .	395. . . . .
	7 Taxes on business and business property (explain in Schedule C-2) . . . . .	1,528. . . . .
	8 Rent on business property . . . . .	693. . . . .
	9 Repairs (explain in Schedule C-2) . . . . .	375. . . . .
	10 Salaries and wages not included on line 3, Schedule C-1 (exclude any paid to yourself) . . . . .	129. . . . .
	11 Insurance . . . . .	1,220. . . . .
	12 Legal and professional fees . . . . .	SEE ATTACHED
	13 Commissions . . . . .	12,220. . . . .
	14 Amortization (attach statement) . . . . .	17,100. . . . .
	15 (a) Pension and profit-sharing plans (see Schedule C Instructions) . . . . .	
	(b) Employee benefit programs (see Schedule C Instructions) . . . . .	
	16 Interest on business indebtedness . . . . .	
	17 Bad debts arising from sales or services . . . . .	
	18 Depletion . . . . .	
	19 Other business expenses (specify): (a) . . . . .	
	(k) Total other business expenses (add lines 19(a) through 19(j)) SEE ATTACHED	
	20 Total deductions (add lines 6 through 19) . . . . .	

21 Net profit or (loss) (subtract line 20 from line 5). Enter here and on Form 1040, line 28. ALSO enter on Schedule C, line 5(a) ▶

-14,884. . . . .

## SCHEDULE C-1.—Cost of Goods Sold and/or Operations (See Schedule C instructions for Line 2)

1 Inventory at beginning of year (if different from last year's closing inventory, attach explanation) . . . . .	Balance ►	10,674. . . . .
2 Purchases \$ 10,574. Less: cost of items withdrawn for personal use \$ . . . . .		2,800. . . . .
3 Cost of labor (do not include salary paid to yourself) . . . . .		
4 Materials and supplies . . . . .		
5 Other costs (attach schedule) . . . . .		
6 Total of lines 1 through 5 . . . . .		13,474. . . . .
7 Less: Inventory at end of year . . . . .		6,590. . . . .
8 Cost of goods sold and/or operations. Enter here and on line 2 above . . . . .		6,884. . . . .

## SCHEDULE C-4.—Expense Account Information

1 Information with regard to yourself and your five highest paid employees. In determining the five highest paid employees, expense allowances must be added to their salaries and wages. However, information need not be submitted for any employee for whom combined amount is less than \$10,000, or for yourself if the account allowance plus line 21, page 1, is less than

Name	Expense account	Salaries and Wages
Owner . . . . .		
1 . . . . .		
2 . . . . .		
3 . . . . .		
4 . . . . .		
5 . . . . .		

2 May I deduct a deduction for expenses connected with:

3 A vacation facility (boat, resort, ranch, etc.)? Yes  No  (3) Employees' families at conventions or meetings? Yes  No   
4 Entertainment (except meals) in connection with business? Yes  No  (4) Employees' children at school or college? Yes  No   
5 Travel (except meals) in connection with business? Yes  No  (5) Employees' children at summer camp? Yes  No

## Def. Exhibit H - Federal Income Tax Return of Plaintiff for Year 1973

E41

SCHEDULE C  
(Form 1040)Department of the Treasury  
Internal Revenue Service

## Profit or (Loss) From Business or Profession

(Sole Proprietorship)

L160143

► Attach to Form 1040. ► Partnerships, joint ventures, etc., must file Form 1065.

1973

Business as shown on Form 1040

Social security number

150-26-2212

JAMES E. GAVIN

A. Your business activity (see Schedule C Instructions) ▼

CONSULTANT  
Business name ▼

JAMES GAVIN

C Employer identification number ► NONE

D. Business address (number and street) ► 407 BEACON BLVD SEA GIRT NJ

(c)

E. State and ZIP code ►

F. Date method of accounting: (1)  Cash (2)  Accrual (3)  Other ►

Yes No

X X

G. Were you required to file Form W-3 or Form 1096 for 1973? (See Schedule C Instructions.)

If "Yes," where filed ►

H. Was an Employer's Quarterly Federal Tax Return, Form 941, filed for this business for any quarter in 1973?

I. Method of inventory valuation ► Was there any substantial change in manner of determining quantities, costs, or valuations between the opening and closing inventories? (If "Yes," attach explanation)

1 Gross receipts or sales \$	40,905	Less: returns and allowances \$		Balance ►	20,398.
2 Less: Cost of goods sold and/or operations (Schedule C-1, line 8)					20,398.
3 Gross profit					20,398.
4 Other income (attach schedule)					
5 Total income (add lines 3 and 4)					
6 Depreciation (explain in Schedule C-3)					
7 Taxes on business and business property (explain in Schedule C-2)					
8 Rent on business property					
9 Repairs (explain in Schedule C-2)					
10 Salaries and wages not included on line 3, Schedule C-1 (exclude any paid to yourself)					
11 Insurance					
12 Legal and professional fees					
13 Commissions					
14 Amortization (attach statement)					
15 (a) Pension and profit-sharing plans (see Schedule C Instructions)					
(b) Employee benefit programs (see Schedule C Instructions)					
16 Interest on business indebtedness					
17 Bad debts arising from sales or services					
18 Depletion					
19 Other business expenses (specify):					
(a)					
(k) Total other business expenses (add lines 19(a) through 19(j))	SEE ATTACHED				467.
20 Total deductions (add lines 6 through 19)					753.

21 Net profit or (loss) (subtract line 20 from line 5). Enter here and on Form 1040, line 28. ALSO enter on Schedule SE, line 5(a)

19,945.

## SCHEDULE C-1.—Cost of Goods Sold and/or Operations (See Schedule C Instructions for Line 2)

1 Inventory at beginning of year (if different from last year's closing inventory, attach explanation)		Balance ►	
2 Purchases \$	Less: cost of items withdrawn for personal use \$		
3 Cost of labor (do not include salary paid to yourself)			
4 Materials and supplies			
5 Other costs (attach schedule)			
6 Total of lines 1 through 5			
7 Total: Inventory at end of year			
8 Cost of goods sold and/or operations. Enter here and on line 2 above			

## SCHEDULE C-4.—Expense Account Information

Information with regard to yourself and your five highest paid employees. In determining the five highest paid employees, expense allowances must be added to their salaries and wages. However, this information need not be submitted for any employee for whom the combined amount is less than \$10,000, or for yourself if the expense account allowance plus line 21, page 1, is less than	Name	Expense account	Salaries and Wages
Owner			
1			
2			
3			
4			
5			

Claim a deduction for expenses connected with:

Entertainment facility (boat, resort, ranch, etc.)? Yes  No (3) Employees' families at conventions or meetings? Yes  No

## Defendant's Exhibit H - Federal Income Tax Return of Plaintiff For Year 1973

JULY 26 1973

EGG 6125

1973

## FORM 1040 - GENERAL INFORMATION

## FIRST NAMES OF DEPENDENT CHILDREN

SHERYL ANN

## INCOME TAXES WITHHELD AND INCOME FROM SALARIES

NAME OF EMPLOYER	WAGES	FICA	FEDERAL	STATE	LUCAL
			3,341	252	
	H 13,462	632	3,341	252	
	TOTAL 13,462	632	3,341	252	

E43

## Defendant's Exhibit H - Federal Income Tax Return of Plaintiff For Year 1973

1/26/2013 157 26 1229

EGG 6123

1973

## SCHEDULE A - STATEMENT OF ITEMIZED DEDUCTIONS

## OTHER TAXES - LINE 16, SCHEDULE A

SALES TAX ON MAJOR PURCHASES	115
	<b>TOTAL</b>
	<b>115</b>

## CONTRIBUTIONS - CASH

ST MARKS HOLY NAME SOC	100
ST CATHERINE CHURCH	150
WALDEN SCHOOL	40
LEUKEMIA SOC	10
OCEAN TASH JAYCEES	20
SEA GIRT FIRE CO	25
MCOSS	28
	<b>TOTAL</b>
	<b>373</b>

## INTEREST EXPENSE

EQUITABLE LIFE ASSUR	139
INSTALLMENT PURCHASES	90
BANK LOANS	224
	<b>TOTAL</b>
	<b>453</b>

## MISCELLANEOUS DEDUCTIONS

TAX PREPARATION FEE	200
EDUCATION EXPENSES	25
	<b>TOTAL</b>
	<b>225</b>

E44

Defendant's Exhibit H - Federal Income Tax Return of  
Plaintiff For Year 1973

S15 157 26 1229

EGG 6123

1973

## STATEMENT OF DIVIDENDS AND INTEREST INCOME

## INCOME FROM DIVIDENDS

PAYER	H	120	NON-	TAXABLE NON-	GRUSS
			QUAL. DIVNDS.	CAPITAL GAINS	
EDEN INC					120
	TOTALS	120			120

## INTEREST INCOME

TECHNICAL TAPE INC	J	160
CENTRAL JERSEY BK&TRUST	J	250
MANAS QUAN SAVLN ASSN	J	512
FIRST NATL STATE BK	H	80
<del>PRUDENTIAL INS CO</del>	H	29
EQUITABLE LIFE ASSUR SOC	H	31
<del>PRUDENTIAL INS CO</del>	H	12
	TOTAL	1,080

Defendant's Exhibit H - Federal Income Tax Return of  
Plaintiff For Year 1973

E45

107 26 1229

EGG 6123

1973

**SCHEDULE C - SUPPORTING STATEMENTS**

**TAXES ON BUSINESS AND BUSINESS PROPERTY (SCH C-2) - BUS NO 1**

NJ UNINCORP BUS PAYROLL	22
	374
	<b>TOTAL</b>
	<b>396</b>

**OTHER BUSINESS EXPENSES (LINE 19) - BUS. NO. 1**

BANK CHARGES	7
OFFICE	318
TRAVEL-ENTER	2,650
TEL	1,254
MAINT	486
AUTO	1,608
UTILITIES	195
ADVERTISING	75
PERMITS	50
FREIGHT & DUTY	1,402
ART WORK	57
SUPPLIES	4,118
	<b>TOTAL</b>
	<b>12,226</b>

**SCHEDULE FOR DEPRECIATION (SCH C-3) - BUS. NO. 1**

1	2	3	4	5	6	7
•	•	•	DEPREL-	•	•	•
•	•	•	ATION	METHOD	•	•
•	•	•	ALLOWED	OF	•	DEPREC-
GROUP AND GUIDELINE	COST	UR	COST	UR	COST	UR
CLASS	UR	ALLOWABLE	ING	LIFE	ING	LIFE
OK	ACQUIRED	IN PRIOR	DEPREC-	UR	THIS	FOR
DESCRIPTION	DATE	OTHER	UR	DEPREC-	YEAR	THIS
OF PROPERTY	ACQUIRED	BASIS	YEARS	UR	YEAR	YEAR
MACH&EQUIP	09-17-73	19,900	ST LINE	10 YRS	498	
FLANG&FIXT	08-04-73	200	ST LINE	10 YRS	8	
MACH&EQUIP	12-11-73	5,000	ST LINE	10 YRS	42	
			<b>TOTALS</b>	<b>25,100</b>		<b>548</b>

613 157 26 1229

EGG 6123

1973

**SCHEDULE C - SUPPORTING STATEMENTS****OTHER BUSINESS EXPENSES (LINE 19) - BUS. NO. 2**

TRAVEL GIFTS ENTERT

467

TOTAL

467

**SUMMARY OF DEPRECIATION**

	LINE	BALANCE	SUM OF UNITS			OTHER	TOTAL
			THE	OF	DECLINING YEARS - PRU-		
1	UNDER REV.PROCS.					XXXXXX	
	62-21 AND 65-13					XXXXXX	
2	DEPR. FROM FORM 4832					XXXXXX XXXXXX	
3	UTHER	548				XXXXXX XXXXXX	548

**Defendant's Exhibit H - Federal Income Tax Return of  
Plaintiff For Year 1973**

20 2013

EGG 6123

1973

**SCHEDULE SE - COMPUTATION OF SOCIAL SECURITY SELF-EMPLOYMENT TAX**

**PART I - COMP. OF NET EARN. FROM FARM SELF-EMPL.**

1. REGULAR METHOD
  - A. SCH. F., LINE 54
  - B. FARM PARTNERSHIPS
2. NET EARN. FROM FARM SELF-EMPL. (SEE ATTACHED)
3. GROSS PROFITS FROM FARMING (SEE ATTACHED)
4. NET EARN. (OR LOSS)

**PART II - COMP. OF NET EARN. FROM NONFARM SELF-EMPL.**

5. NET PROFIT (OR LOSS) FROM
  - A. SCH. C., LINE 21
  - B. PARTNERSHIPS, JOINT VENT., ETC. (OTHER THAN FARMING)
  - C. SERV. AS A MINISTER, (INCLUDE RENTAL VAL. OF PARSONAGE)  
DID YOU FILE FORM 4361
  - D. SERV. WITH A FOREIGN GOVT., ETC.
  - E. OTHER (DIRECTOR'S FEES, ETC.)
6. SPECIFY-
6. TOTAL (ADD LINES 5A, 5B, 5C, 5D, AND 5E) 5,061
7. OTHER ADJUSTMENTS (SEE ATTACHED)
8. ADJUSTED NET EARN. (OR LOSS) FROM NONFARM SELF-EMPL. 5,061
9. NONFARM OPTIONAL METHOD
  - A. MAXIMUM AMOUNT REPORTABLE (FARM AND NONFARM) 1,600
  - B. ENTER LINE 3 HERE
  - C. BALANCE (SUBTRACT LINE 9B FROM LINE 9A)
10. ENTER SMALLER OF 2/3 GROSS NONFARM PROFITS OR 1600
11. ENTER SMALLER OF LINE 9C OR LINE 10

**PART III - COMP. OF SOC. SEC. SELF-EMPL. TAX**

12. NET EARNINGS (OR LOSS)
  - A. FROM FARMING (LINE 4)
  - B. FROM NONFARM (LINE 8 OR LINE 11) 5,061
13. TOTAL NET EARNINGS (OR LOSS) 5,061
14. MAXIMUM EARN. SUBJECT TO SOC. SEC. TAX 10,800
15. A. TOTAL F.I.C.A. WAGES (FORM W-2) 13,462
  - B. UNREPORTED TIPS (FORM 4137)
  - C. TOTAL OF LINES 15A AND 15B 10,800
16. BALANCE
17. SELF-EMPL. INCOME - SMALLER OF LINE 13 OR LINE 16
18. TENTATIVE SELF-EMPLOYMENT TAX
19. RR. EMPL. AND RR. EMPL. REP. ADJ. FOR HOSP. INSUR.  
BENEFITS TAX FROM FORM 4469
20. SELF-EMPLOYMENT TAX

## Defendant's Exhibit H - Federal Income Tax Return of Plaintiff For Year 1973

2013 157 26 1229

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EGG 6123

1973

SCHEDULE G - INCOME AVERAGINGPART I - TAXABLE INCOME

	A 1973	B 1972	C 1971	D 1970	E 1969
--	-----------	-----------	-----------	-----------	-----------

1. TAXABLE INCOME	11,174	44,628	16,096	23,898	16,132
2. INCOME EARNED OUTSIDE USA					
3. EXCESS COMM. INCOME AND SECT. 72(M)(5) INCOME					
4. SECT. 668(A) DISTRIBUT.					
5. ADJUSTED TAXABLE INCOME	11,174	44,628	16,096	23,898	16,132

COMPUTATION OF AVERAGABLE INCOME

6. ADJUSTED TAXABLE INCOME 1973	11,174
7. 30% OF LINE 5, COLUMNS B,C,D,E	30,226
8. AVERAGABLE INCOME (LINE 6 LESS LINE 7)	-19,052

COMPUTATION OF TAX

9. LINE 7	
10. 1/5 LINE 8	
11. SUM OF LINES 9 AND 10	
12. LINE 3, COLUMN A, LESS SECTION 72(M)(5) INCOME	
13. SUM OF LINES 11 AND 12	
14. TAX ON LINE 13	
15. TAX ON LINE 11	
16. TAX ON LINE 9	
17. DIFFERENCE (LINE 15 LE. LINE 16)	
18. LINE 17 MULTIPLIED BY 4	
19. SUM OF LINES 14 AND 18	
20. TAX ON SECTION 72(M)(5) INCOME	
21. TAX (ADD LINES 19, AND 20).	

E49

**Defendant's Exhibit H - Federal Income Tax Return of Plaintiff For Year 1973**

2013 157 26 1229

EGG 6123

PAGE 1  
1973

**FORM 2210 - UNDERPAYMENT OF ESTIMATED TAX**

1. 1973 TAX (FROM LINE 20, FORM 1040)	321
2. TAX CREDIT (FORM 1040 LINE 63)	
3A. MINIMUM TAX (FORM 1040 LINE 58)	
B. SOC. SEC. TAX ON UNREPORTED TIP INCOME (FORM 1040 LINE 59)	
C. UNCOLLECTED EMPL. SOC. SEC. TAX ON TIPS (FORM 1040 LINE 60)	
4. TOTAL (ADD LINES 2,3A,3B, AND 3C)	
5. BALANCE (LINE 1 LESS LINE 4)	321
6. 80% OF LINE 5	250

	DUE DATES OF INSTALLMENTS			
	4/15/73	6/15/73	9/15/73	1/15/74
7. LINE 6 DIVIDED BY NO. OF INSTALLMENT	64	64	64	64
8. ESTIMATES PAID AND TAX WITHHELD	830	835	835	835
9. OVERPAYMENT ON PREVIOUS INSTALLMENT		772	1,543	2,314
10. TOTAL (ADD LINES 8 AND 9)	836	1,607	2,378	3,149
11. UNDERPAYMENT (LINES 7 LESS LINE 10)				
OVERPAYMENT (LINE 10 LESS LINE 7)	-772	-1,543	-2,314	-3,085

**EXCEPTIONS WHICH AVOID THE PENALTY**

12. TOTAL AMOUNT PAID FROM 1/1 THROUGH INSTALMENT DATE INDICATED	836	1,671	2,506	3,541
13. EXCEPTION NO. 1	3,170	6,340	9,510	12,680
14. EXCEPTION NO. 2				XXXXXXX
15. EXCEPTION NO. 3				XXXXXXX
16. EXCEPTION NO. 4				XXXXXXX

**DETERMINATION OF PENALTY**

17. UNDERPAYMENT (LINE 11)	
18. PAYMENT DATE OR 4/15/74	
19. NO. DAYS FROM DUE DATE TO DATE SHOWN	
20. PENALTY	
21. TOTAL PENALTY	

150 26 2013 157 26 1229

EGG 6123

1973

## \*\*\*\*\* LETTER OF INSTRUCTION FOR 1973 NEW YORK STATE RETURN \*\*\*\*\*

REMOVE THIS SHEET FROM YOUR RETURN. SAVE IT FOR YOUR OWN RECORDS.

SIGN AND DATE YOUR RETURN BEFORE FILING - TAXPAYER (AND SPOUSE IF JOINT)

TAX DUE - ATTACH CHECK OR MONEY ORDER TO  
NEW YORK STATE INCOME TAX BUREAU FOR . . . 54.56

MAIL RETURN TO - NEW YORK STATE INCOME TAX BUREAU  
THE STATE CAMPUS  
ALBANY, NEW YORK 12227

DATE RETURN DUE - FILE ON OR BEFORE APRIL 15, 1974

REMINDER - ATTACH W-2'S (IF ANY) TO YOUR RETURN.  
BE SURE TO INCLUDE YOUR SOCIAL SECURITY NUMBER(S)  
ON YOUR CHECK OR MONEY ORDER.

## Def. Exhibit H - Federal Income Tax Return of Plaintiff for Year 1973

E51

New York State Income Tax  
Non-Resident Return 1973

203

## ATTACHMENTS

Fiscal year ended

JOHN & FRANCINE E GAVIN,  407 BEACON BLVD SEA GIRT NJ	08750	Soc. Sec. No.  123 26 2323	Occupation  EXECUTIVE
		Soc. Sec. No.  127 45 1225	Occupation  HUSBAND
		County of residence  NEW JERSEY	

A) Filing Status—check only one:

(1)  Single      (2)  Married – filing joint Return  
 (3)  Married – filing separate Return. If spouse is filing a separate NY State Return, give spouse's social security number in space above and enter first name here \_\_\_\_\_  
 (4)  Head of Household or Surviving spouse with dependent child

B) If not a New York State resident for the entire year give period of NY residence:  
 From: month \_\_\_\_ day \_\_\_\_ year \_\_\_\_  
 To: month \_\_\_\_ day \_\_\_\_ year \_\_\_\_

	FEDERAL AMOUNT	NEW YORK STATE AMOUNT
1 Total Income	1 \$29,010.00	1 \$13,462.00
2 Additions (explain in Schedule C)	2	
3 Line 1 plus line 2	3 \$29,010.00	3 \$13,462.00
4 Subtractions (explain in Schedule C)	4	
5 Total New York Income (line 3 less line 4)	5 \$29,010.00	5 \$13,462.00
a) LIMITATION PERCENTAGE - 68.60	5a	
6 Itemized Deductions or Standard Deduction		
a) Total itemized deductions from Federal Return	6a \$6,592.00	
b) Additions (see instructions—explain in Schedule C)	b	
c) Line 6a plus line 6b	c \$6,592.00	
d) Income taxes in line 6a and other subtractions (explain in Sch. C)	d \$2,524.00	
e) Line 6c less line 6d or Standard Deduction	e \$4,068.00	
f) Amount line 6e – divided by husband and wife	6f \$4,068.00	
7 Line 5 less line 6f	7 \$5,223.00	
8 Exemptions:      TOTAL - Number claimed	8a 3 x \$650	8a \$1,950.00
-Number claimed	8b x \$650	8b
9 New York taxable income (line 7 less line 8)	9 \$7,776.00	
10 Tax on amount on line 9 (from Tax Rate Schedule)	10 \$306.56	
11 Credits	11	
12 Personal income tax (line 10 less line 11)	12 \$16.50	
13 Minimum income tax (from Form IT 220)	13	
14 Unincorporated business tax (from Form IT 202)	14	
15 Total (add lines 12, 13 and 14)	15 \$306.56	
16 N.Y. State Tax Withheld	Husband \$252.00	Total \$252.00
17 Payments on NYS estimated tax	17	
18 Line 16 Plus line 17	18 \$252.00	\$252.00
19 If your tax (line 15) is larger than your payments (line 18), enter Balance Due (Remit in full with this Return to New York State Income Tax Bureau)	19	\$4.50
20 If your payments (line 18), are larger than your tax (line 15), enter Overpayment	20	
21 Line 20 to be REFUNDED TO YOU	21	
22 Line 20 to be credited on 1974 estimated tax	22	

For office use only

Sign here	
Both Husband and Wife must sign if filing jointly on IT 201/203 or separately on IT 208/209	
HYMAN KELTCHEL CPA	
453 BROOKWAY	
NEW YORK, NY 10003 13-5526697	

Signature of preparer other than taxpayer

Address

Date

**Defendant's Exhibit H - Federal Income Tax Return of  
Plaintiff For Year 1973**

150 26 2013 157 26 1229

EGG 6123

1973

**NEW YORK STATE SCHEDULES A, B AND C**

SCHEDULE A	FEDERAL	N.Y. STATE
	AMOUNT	AMOUNT
1. WAGES, SALARIES, TIPS, ETC.	13,402	13,402
2. DIVIDENDS	20	
3. INTEREST	1,000	
4. BUSINESS OR PROFESSION	5,001	
5. SALE OR EXCHANGE OF CAP ASSETS		
6. SALE OR EXCHANGE OF PROP. OTHER THAN CAPITAL ASSETS, ETC.		
7. PENSIONS AND ANNUITIES, RENTS AND RoyALTIES, PARTNERSHIPS, ESTATES OR TRUSTS, ETC.		
8. FARM INCOME		
9. FULLY TAXABLE PENSIONS AND ANNUITIES		
11. STATE INCOME TAX REFUNDS	393	
12. ALIMONY		
13. OTHER INCOME		
14. TOTAL LINES 1 THROUGH 13	20,010	13,402
15. ADJUSTMENTS		
16. TOTAL INCOME (LINE 14 LESS LINE 15)	20,016	13,402

**SCHEDULE B**

MEDICAL AND DENTAL EXPENSE	150
TAXES	2,059
CONTRIBUTIONS	473
INTEREST	3,085
MISCELLANEOUS	225
TOTAL	6,592

**SCHEDULE C**

LINE NO.	EXPLANATION	AMOUNT
60	STATE AND LOCAL INCOME TAXES	252

**Defendant's Exhibit H - Federal Income Tax Return of Plaintiff For Year 1973**

E53

**3468**  
Form  
Department of the Treasury  
Internal Revenue Service

**Computation of Investment Credit**

► Attach to your tax return.  
For calendar year 1973 or other taxable year beginning

1973, and ending

19

**1973**

Name

*John & Francine Gaynor*

Identifying number as shown on page 1 of your tax return

*150-26-2213*

**1 Qualified investment in new and used property (See instructions C and D for eligible property)**

NOTE: Include your share of investment property by a partnership, estate, trust, small business corporation, or lessor.

Type of property	Line	(1) Life years	(2) Cost or basis (See instruction G)	(3) Applicable percentage	(4) Qualified investment (Column 2 x column 3)
New Property	(a)	3 or more but less than 5		33 1/3	
	(b)	5 or more but less than 7		66 2/3	
	(c)	7 or more	<i>v 5 100.</i>	100	<i>v 5 100.</i>
Used Property (See instructions for dollar limitation)	(d)	3 or more but less than 5		33 1/3	
	(e)	5 or more but less than 7		66 2/3	
	(f)	7 or more		100	

**2 Total qualified investment—Add lines 1(a) through 1(f).**

*v 5 100.*

**3 Tentative investment credit—7% of line 2 (4% for public utility property).**

*1757.*

**4 Carryback and carryover of unused credit(s). (See instruction F and instruction for line 4—attach computation.)**

*1757.*

**5 Total—Add lines 3 and 4.**

*1757.*

**Limitation**

**6 (a) Individuals—Enter amount from line 16, page 1, Form 1040.**

*2078.*

**(b) Estates and trusts—Enter amount from line 24 or 25, page 1, Form 1041.**

**(c) Corporations—Enter amount from line 5, Schedule J, Form 1120.**

*2078.*

**7 Less: (a) Foreign tax credit.**

**(b) Retirement income credit (individuals only).**

*2078.*

**8 Total—Add lines 7(a) and (b).**

*2078*

**9 Line 6 less line 8.**

*2078*

**10 (a) Enter amount on line 9 or \$25,000, whichever is lesser. (Married persons filing separately, controlled corporate groups, estates, and trusts, see instruction for line 10.)**

*2078*

**(b) If line 9 exceeds \$25,000, enter 50% of the excess.**

*2078*

**11 Total—Add lines 10(a) and (b).**

*2078*

**12 Investment credit—Enter amount from line 5 or line 11, whichever is lesser.**

*1757.*

**Schedule**

If any part of your investment in 1 above was made by a partnership, estate, trust, small business corporation, or lessor, complete the following:

Name (Partnership, estate, trust, etc.)	Address	Property		
		New	Used	Lh years
		\$	\$	

In the event that property is disposed of prior to the life years used in computing the investment credit, see instruction E.



DEFENDANT'S EXHIBIT K - LETTER DATED APRIL 12, 1973 OF  
DEFENDANT TO PLAINTIFF

WE HAVE A RENDEZ VAUDEVILLE

GERALD SPRAYREGEN  
CHAIRMAN OF THE BOARD

April 12, 1973

Mr. John Gavin  
407 Beacon Blvd.  
Sea Girt, N.J. 08750

Dear Mr. Gavin:

Receipt is acknowledged of your letter dated April 10, 1973 addressed to the Board of Directors of Technical Tape, Inc.

I have been instructed by each member of the Board of Directors to reply to your letter and to advise you that the position taken in your letter is contrary to the facts. At the board meeting on April 6, 1973, upon a direct question from Mr. Herman Sprayregen, you confirmed to the board that you had issued an ultimatum earlier last week to the effect that, unless Mr. Don Moran, Vice President of Marketing, was fired by the Company by April 6, 1973, you would immediately resign from all of your positions with the Company. The board determined not to discharge Mr. Moran and to accept your resignation, effective April 6, 1973.

Your letter of April 10 is obviously an attempt on your part to create some kind of record which would offset the fact that you voluntarily resigned from your positions. Since you did, in fact, voluntarily resign, nothing you do now can change the true picture.

Furthermore, neither I nor any other director of the Company have said anything detrimental to any news media concerning the manner in which you operated

Defendant's Exhibit K - Letter Dated April 12, 1973 of  
Defendant to Plaintiff

- 2 -

Mr. John Gavin

April 12, 1973

Technical Tape. This is borne out by the article which appeared in last Tuesday's Wall Street Journal and New York Times. Again, it would appear that you are seeking to create false grounds for a law suit.

I hope that your resignation will not set into operation a long drawn out legal affair. However, I wish to remind you that if you deem it appropriate to institute a law suit, there will come under intense scrutiny the details of your performance, or lack of performance, while employed by Technical Tape. I repeat - the Company is certainly not anxious to become embroiled with you in any such law suit. However, if you continue to pursue the course of action indicated by your April 10 letter, the Company will have no alternative except to assert vigorously any and all of the claims against you and such other offsets as are now available to it.

Very truly yours,

Technical Tape, Inc.

By

Gerald Sprayregen  
Chairman of the Board

GS/e

cc: Messrs. R. Bernard  
W. D. Robbins  
D. Silvestri  
H. Sprayregen  
H. Weitz

**DEFENDANT'S EXHIBIT L - NEW JERSEY SALES AND USE QUARTERLY  
TAX RETURN OF THE PLAINTIFF FOR PERIOD JANUARY 1 - TO-  
MARCH 31, 1974**

ST-50 A  
(Rev. 8-72)

**INSTRUCTIONS FOR COMPLETING  
NEW JERSEY SALES AND USE TAX  
QUARTERLY RETURN (FORM ST-50)**

**A. GENERAL**

Read these instructions before completing your Sales and Use Tax Return. If you need further assistance in completing your return, contact your local New Jersey Division of Taxation District Office.

All records and other supporting documents which you use in completing your return should be retained and made available for examination or request by the Division of Taxation or its authorized representatives for at least three years following the filing of your return.

**B. PRE-ADDRESSED RETURN FORM**

In filing, use the pre-addressed return form which has been mailed to you. Be sure that the address and Certificate of Authority Number printed on the return form are correct. If there are any errors, make corrections on the return form. Do not bend, fold or mutilate the return form.

If you should lose or misplace your pre-addressed return form, write immediately to the Division of Taxation, P.O. Box 999, Trenton, N.J. 08625 requesting another form. Be sure to include your Certificate of Authority Number.

<b>NEW JERSEY SALES AND USE TAX QUARTERLY RETURN</b>		
READ ALL INSTRUCTIONS BEFORE COMPLETING THIS RETURN. CHECK YOUR COMPUTATIONS		
1	GROSS RECEIPTS (SEE INSTRUCTIONS)	1876.88
2	LESS: DEDUCTIONS (SEE INSTRUCTIONS)	130.88
3	BALANCE SUBJECT TO SALES TAX (LINE 1 MINUS LINE 2)	156.80
4	A 5% OF LINE 3 <i>7.83</i>	<i>210.43</i>
5	SALES TAX COLLECTED	346.44
6	AMOUNT OF SALES TAX DUE (ENTER GREATER OF LINE 4A OR 4B)	346.44
7	ADD: AMOUNT OF USE TAX DUE (SEE INSTRUCTIONS)	
8	TOTAL TAX DUE (ADD LINES 5 AND 6)	
9	LESS: TAX CREDITS (ATTACH AUTHORIZED CREDIT MEMO - SEE INSTRUCTIONS)	
10	ADJUSTED TAX DUE (LINE 7 MINUS LINE 8)	
11	ADD: PENALTY AND INTEREST (SEE INSTRUCTIONS)	
12	QUARTERLY AMOUNT DUE (LINE 9 PLUS LINE 10)	378.37
If you have paid part of your tax liability for the quarter covered by this return in the form of monthly remittances or Credit Memos (Form ST-55) COMPLETE LINE 12		
LESS: MONTHLY PAYMENTS		
FIRST MONTH		
SECOND MONTH	179.53	179.53
TOTAL		179.53
13 (LINE 11 MINUS LINE 12)	PAT THIS AMOUNT	98.84
		<i>130.43</i>

**C. ITEMIZED INSTRUCTIONS**

LINE 1—CROSS RECEIPTS: Enter total of all receipts from the transactions enumerated below occurring during the three month reporting period indicated on the front of the return form. Receipts must be reported on the ACCRUAL BASIS and NOT as collections are made. This line must include receipts from exempt transactions as well as from taxable transactions. DO NOT INCLUDE the amount of sales tax collected during the period.

**INCLUDE RECEIPTS FROM:**

Sales (including rentals) of tangible personal property; Services; Restaurant meals; Occupancies and Admission charges. NOTE: Receipts from transactions exempt from tax should be included in the total. The total sales prices from conditional sales or

sales on credit must be included in Gross Receipts for the period when the sales occur. Receipts from sales of items under 11 cents are required to be included in the Gross Receipts.

**DO NOT INCLUDE**

- a. Installment payments from conditional or credit sales (see above Note). Receipts from these sales, must, however, be included in Line 1 for the period when the sales occur.
- b. Sales tax collections for the reporting period.
- c. Trade-in allowances.

Note: Adequate records should be maintained showing separately all exclusions from Gross Receipts.

LINE 2—DEDUCTIONS: The worksheet below is to assist you in computing allowable deductions from the Gross Receipts entered at Line 1. It is not to be returned to the Division of Taxation. NO deduction may be made for any amount which has not been included in reported Gross Receipts on a Sales and Use Tax Return. Deductions may be taken only ONCE. Thus, for example, if a deduction has been made for an exempt clothing sale, you may not deduct the amount again as a sale of property which was delivered out of State. All deductions which are based upon your acceptance of any official exemption form should be entered only at Item 6 of the worksheet. The numbered instructions following the worksheet correspond with the numbered items in the worksheet below.

DEDUCTIONS WORKSHEET	
(See Instructions On Reverse)	
1. Exempt Sales of Tangible Pers. Prop.	
2. Exempt Sales of Services	
3. Exempt Occupancies	
4. Exempt Admissions	
5. Exempt Alcoholic Beverages	
6. Sales Covered by Certificates	
a. Resale (ST-3)	
b. Exempt Use (ST-4)	
c. Exempt Organization (ST-5)	
d. Direct Pay (ST-6)	
e. Farmers Exemption (ST-7)	
f. Capital Improvement (ST-8)	
g. Contractors Exempt Pur. (ST-13)	
7. Returned Goods	
8. Property Delivered Out of N.J.	
9. Services Performed Out of N.J.	
10. TOTAL DEDUCTIONS (Add 1-9)	

1. Exempt Sales of Tangible Personal Property: Enter total sales of tangible personal property the sale of which is specifically exempt from the sales tax, e.g., sales of grocery foods, clothing, etc. DO NOT include any returned goods or goods delivered outside New Jersey.

2. Exempt Sales of Service: Enter total charges for services which are not subject to the sales tax, e.g., professional services, personal services, etc. DO NOT include here services performed outside New Jersey.

3. Exempt Occupancies: Enter receipts from occupancies exceeding 90 consecutive days and occupancies for which the charge was \$2.00 per day or less.

4. Exempt Admissions: Enter admission charges which, individually, were \$0.75 or less and admissions to sporting activities where a patron was a participant.

**DEFENDANT'S EXHIBIT M - NEW JERSEY SALES AND USE QUARTERLY  
TAX RETURN OF THE PLAINTIFF FOR PERIOD APRIL 1, 1974 -TO-  
JUNE 30, 1974**

**ST-50 A**  
(Rev. 8-72)

**INSTRUCTIONS FOR COMPLETING  
NEW JERSEY SALES AND USE TAX  
QUARTERLY RETURN (FORM ST-50)**

**A. GENERAL**

Read these instructions before completing your Sales and Use Tax Return. If you need further assistance in completing your return, contact your local New Jersey Division of Taxation District Office.

All records and other supporting documents which you use in completing your return should be retained and made available for examination on request by the Division of Taxation or its authorized representatives for at least three years following the filing of your return.

**B. PRE-ADDRESSED RETURN FORM**

In filing, use the pre-addressed return form which has been mailed to you. Be sure that the address and Certificate of Authority Number printed on the return form are correct. If there are any errors, make corrections on the return form. Do not bend, fold or mutilate the return form.

If you should lose or misplace your pre-addressed return form, write immediately to the Division of Taxation, P.O. Box 999, Trenton, N.J. 08625 requesting another form. Be sure to include your Certificate of Authority Number.

sales on credit must be included in Gross Receipts for the period when the sales occur. Receipts from sales of items under 11 cents are required to be included in the Gross Receipts.

**DO NOT INCLUDE**

- a. Installment payments from conditional or credit sales (see above Note). Receipts from these sales must, however, be included in Line 1 for the period when the sales occur.
- b. Sales tax collections for the reporting period.
- c. Trade in allowances.

Note: Adequate records should be maintained showing separately all exclusions from Gross Receipts.

**LINe 1 - DEDUCTIONS** The worksheet below is to assist you in computing allowable deductions from the Gross Receipts entered at Line 1. It is not to be returned to the Division of Taxation. NO deduction may be made for any amount which has not been included in reported Gross Receipts on a Sales and Use Tax Return. Deductions may be taken only ONCE. Thus, for example, if a deduction has been made for an exempt clothing sale, you may not deduct the amount again as a sale of property which was delivered out of State. All deductions which are based upon your acceptance of any official exemption form should be entered only at Item 6 of the worksheet. The numbered instructions following the worksheet correspond with the numbered items in the worksheet below.

<b>NEW JERSEY SALES AND USE TAX QUARTERLY RETURN</b>	
READ ALL INSTRUCTIONS BEFORE COMPLETING THIS RETURN. CHECK YOUR COMPUTATIONS	
1 GROSS RECEIPTS (SEE INSTRUCTIONS)	316.786
2 LESS: DEDUCTIONS (SEE INSTRUCTIONS)	215.74
3 BALANCE SUBJECT TO SALES TAX (LINE 1 MINUS LINE 2)	105.04
4 A 5% OF LINE 3	5.25
4 B SALES TAX COLLECTED	5.25
5 AMOUNT OF SALES TAX DUE (ENTER GREATER OF LINE 4A OR 4B)	5.25
6 ADD AMOUNT OF USE TAX DUE (SEE INSTRUCTIONS)	
7 TOTAL TAX DUE (ADD LINES 5 AND 6)	
8 LESS TAX CREDITS (ATTACH AUTHORIZED CREDIT MEMO—SEE INSTRUCTIONS)	
9 ADJUSTED TAX DUE (LINE 7 MINUS LINE 8)	
10 ADD PENALTY AND INTEREST (SEE INSTRUCTIONS)	
11 QUARTERLY AMOUNT DUE (LINE 9 PLUS LINE 10)	
If you have paid part of your tax liability for the quarter covered by this return in the form of monthly remittances or Credit Memos (Form ST-55), COMPLETE LINE 12	
12 LESS MONTHLY PAYMENTS  FIRST MONTH	45.16
SECOND MONTH	46
TOTAL	91.16
13 ADJUSTED AMOUNT DUE (LINE 11 MINUS LINE 12)	6.76
PAY THIS AMOUNT	

**C. ITEMIZED INSTRUCTIONS**

LINE 1—GROSS RECEIPTS. Enter total of all receipts from the transactions enumerated below occurring during the three month reporting period indicated on the front of the return form. Receipts must be reported on the ACCRUAL BASIS and NOT as collections are made. This line must include receipts from exempt transactions as well as from taxable transactions. DO NOT INCLUDE the amount of sales tax collected during the period.

**INCLUDE RECEIPTS FROM:**

Sales (including rentals) of tangible personal property; Services; Restaurant meals; Occupancies and Admission charges  
NOTE: Receipts from transactions exempt from tax should be included in the total. The total sales prices from conditional sales or

<b>DEDUCTIONS WORKSHEET</b>	
(See Instructions On Reverse)	
1. Exempt Sales of Tangible Pers. Prop.	
2. Exempt Sales of Services	
3. Exempt Occupancies	
4. Exempt Admissions	
5. Exempt Alcoholic Beverages	
6. Sales Covered by Certificates	
a. Resale (ST-3)	
b. Exempt Use (ST-4)	
c. Exempt Organization (ST-5)	
d. Direct Pay (ST-6)	
e. Farmers Exemption (ST-7)	
f. Capital Improvement (ST-8)	
g. Contractors Exempt Pur. (ST-13)	
7. Returned Goods	
8. Property Delivered Out of N.J.	
9. Services Performed Out of N.J.	
10. TOTAL DEDUCTIONS (Add 1-9)	

1. Exempt Sales of Tangible Personal Property—Enter total sales of tangible personal property the sale of which is specifically exempt from the sales tax, e.g., sales of grocery foods, clothing, etc. DO NOT include my returned goods or goods delivered outside New Jersey.

2. Exempt Sales of Service—Enter total charges for services which are not subject to the sales tax, e.g., professional services, personal services, etc. DO NOT include here services performed outside New Jersey.

3. Exempt Occupancies—Enter receipts from occupancies exceeding 90 consecutive days and occupancies for which the charge was \$2.00 per day or less.

4. Exempt Admissions—Enter admission charges which individually, were \$0.75 or less and admissions to sporting activities where a patron was a participant.

**DEFENDANT'S EXHIBIT N - MINUTES OF BOARD OF DIRECTORS OF  
DEFENDANT OF AUGUST 22, 1974**

MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF  
TECHNICAL TAPE, INC.  
HELD AUGUST 22, 1974

A Special Meeting of the Board of Directors of Technical Tape, Inc. (the "Company") was held at 1 LeFevre Lane, New Rochelle, New York, on Thursday, August 22, 1974 at 9:00 A.M.

The following directors were present:

Barry Blank  
W. David Robbins  
Gerald Sprayregen  
Herman Sprayregen  
Don Silvestri

being a majority of the directors of the Company and constituting a quorum thereof. Messrs. Gerald Sauler and Richard Bernard were absent from the meeting.

Also present by invitation of the directors was Mr. Gerald A. Fox.

Gerald Sprayregen, Chairman of the Board, called the meeting to order and acted as Chairman and Mr. Fox acted as Secretary of the meeting.

The Chairman presented to the meeting a Waiver of Notice of Meeting dated August 22, 1974 signed by each director of the Company, which was ordered to be annexed to these minutes; he stated that a quorum of directors being present, this meeting is duly convened.

Mr. Fox then read the minutes of the April 23, 1974 and April 30, 1974 meetings of the Board of Directors. Upon motion duly made by Mr. Blank, seconded by Mr. Robbins and carried, the

**Defendant's Exhibit N - Minutes of Board of Directors of  
Defendant of August 22, 1974**

minutes, as amended, were approved.

The Board then discussed listing the Company's 8% Convertible Subordinated Debentures due March 1, 1992 on the National Stock Exchange.

After discussion, upon motion duly made by Mr. Blank, seconded by Mr. Herman Sprayregen and unanimously carried, it was

RESOLVED, that the Chairman of the Board, the President or any Vice President of the Company is hereby authorized to execute, deliver and do all things necessary to effectuate the listing of the Company's 8% Convertible Subordinated Debentures due March 1, 1992 on the National Stock Exchange.

The Board then discussed the possibilities of listing the Company's Common Stock on an additional stock exchange.

Mr. Fox then reported on the request of Chicopee Manufacturing Company of a guarantee by the Company for the Company's wholly-owned subsidiary, Tuck Industries, Inc. After discussion, upon motion duly made by Mr. Robbins, seconded by Mr. Blank and unanimously carried, it was

RESOLVED, that the proper officers of this corporation be, and they thereby are, authorized to sign a guarantee to Chicopee Manufacturing Company, a division of Johnson & Johnson and Chicopee Mills, Inc., in the form attached to these minutes.

Messrs. Blank and Fox then reported on the Company's purchase of shares of common stock of Salem Corporation. After discussion, upon motion duly made by Mr. Robbins, seconded by Mr. Blank and unanimously carried, it was

**Defendant's Exhibit N - Minutes of Board of Directors of  
Defendant of August 22, 1974**

RESOLVED, that the purchase by the Company of 3,500 shares of the common stock of Salem Corporation be, and it hereby is, ratified and confirmed.

Mr. Fox then reported on the incremental bonus which the Board had discussed at its meeting held on April 25, 1972. After discussion, upon motion duly made by Mr. Robbins, seconded by Mr. Blank and unanimously carried, it was

RESOLVED, that with reference to John Gavin's being entitled to receive 2<sup>1</sup>/<sub>2</sub> of the increment of net income from operations exclusive of special items, for the fiscal years 1972 and 1973 over net income from operations for fiscal year 1971, discussed at the meeting of this Board of Directors held on April 25, 1972, in computing any such increment, (1) net income from operations for Tuck Industries, Inc., Dominion Tape of Canada, Ltd. and Technical Tape, Ltd. shall be included; (2) net income from operations for Steadley Company, Inc. shall be excluded; (3) extraordinary items shall be excluded; and (4) interest expenses and income taxes shall be included.

Mr. Herbert Degnan then entered the meeting by invitation of the Board and distributed to the Board Financial Statements for the Company for the first and second quarters of 1974 and for the first one-half of 1974 and a balance sheet for the Company as of June 29, 1974. Mr. Degnan then reported on the statements and balance sheet and the Board discussed them in great detail. The Board also discussed possible financing arrangements. Messrs. Gerald Sprayregen and Degnan then left the meeting.

Mr. Fox then summarized to the Board the resolution adopted by the Board at its meeting held on October 5, 1973 concerning the Executive Committee functioning as the Chief Executive Officer of the Company.

576

**Defendant's Exhibit N - Minutes of Board of Directors of  
Defendant of August 22, 1974**

After discussion, upon motion duly made by Mr. Blink,  
seconded by Mr. Robbins and unanimously carried (Mr. Gerald Sprayregen  
was then absent from the meeting), it was

RESOLVED, that the resolution of this Board adopted at  
the Board meeting held on October 5, 1973 concerning the Executive  
Committee performing the functions and duties of the Chief Executive  
Officer of the Company be revoked, effective as of August 25, 1974;  
and it was further

RESOLVED, that Article VI, Section 1 of the By-Laws  
of the Company be and hereby is amended, effective as of August 26,  
1974, as follows:

"Section 1. Chairman of the Board.  
The Chairman of the Board shall be selected by and  
from the membership of the Board of Directors. He  
shall be the chief executive officer of the corporation  
and shall have the general and active management of  
the business of the corporation and general and active  
supervision and direction over the other officers,  
agents and employees and shall see that their duties  
are performed. He shall preside at all shareholders'  
and directors' meetings, but in the event of the  
absence of the Chairman of the Board or his inability  
to so preside, the Board of Directors shall appoint  
a temporary chairman who shall preside at such  
shareholders' or Board of Directors' meeting. Except  
where by statute a signature of the president is  
required, the Chairman of the Board shall possess  
the same powers as the president to sign all certi-  
ficates, contracts, and other instruments of the  
corporation, which may be authorized by the Board  
of Directors, and he shall have such other duties  
and powers as may from time to time be assigned to  
him by the Board of Directors;" it was further

RESOLVED, that the number of members of the  
Executive Committee shall be increased from two  
members to three members; and it was further

RESOLVED, that Gerald Sprayregen is hereby  
elected a member of the Executive Committee of the  
Company and is elected, effective as of August 26,  
1974, as Chief Executive Officer of the Company.

**Defendant's Exhibit N - Minutes of Board of Directors of  
Defendant of August 22, 1974**

The Board then discussed the services Gerald Sprayregen has rendered to the Company as a consultant. It was noted that, although not required by his consulting and employment agreement with the Company, Gerald Sprayregen had been devoting the major portion of his time to rendering services to the Company since February, 1974 and had been performing the functions of Vice President, Marketing and Sales of Tuck Industries, Inc. since March 1974. After discussion, upon motion duly made by Mr. Robbins, seconded by Mr. Blank and unanimously (Mr. Sprayregen was then absent from the meeting) carried, it was

RESOLVED, that in light of Gerald Sprayregen's services rendered to the Company as a consultant, the Company pay a cash bonus of \$25,000 for his said services; and it was further

RESOLVED, that Gerald Sprayregen's salary as Chief Executive Officer of the Company shall be \$160,000 per year, effective as of August 26, 1974.

Mr. Gerald Sprayregen then entered the meeting. After discussion, upon motion duly made by Mr. Robbins, seconded by Mr. Blank and unanimously carried, it was

RESOLVED, that Article I, Section 6 of the By-Laws of the Company be and hereby is amended as follows:

"Section 6. Special Meeting of Shareholders.  
A special meeting of the shareholders may be called at any time by the Chairman of the Board, by a majority of the board of directors, or by shareholders entitled to vote upon not less than an aggregate of fifty per cent (50%) of the outstanding shares of the corporation having the right to vote at such special meeting. The method by which such meeting may be called is as follows: Upon receipt of a specification in writing, setting forth the date and objects of such proposed special meeting, signed by the Chairman of the Board, or by a majority of the board of directors, or by shareholders as above provided, the secretary of this corporation shall prepare, sign and mail the notices requisite to such meeting. If the secretary shall fail to give such notice, it may be given in like manner by any officer of the corporation."; and it was further

**Defendant's Exhibit N - Minutes of Board of Directors of  
Defendant of August 22, 1974**

RESOLVED, that Article 1, Section 10 of the By-Laws of the Company be and hereby is amended as follows:

"Section 10. Special Meeting of Board.  
Special meetings of the board of directors may be called by the Chairman of the Board, or by a majority of the board of directors, at any time by means of four (4) days' prior written notice by mail of the time, place and purpose thereof to each director, but action taken at such meeting shall not be invalidated for want of notice if such notice shall be waived as hereinafter provided."

Mr. Fox then reported on a possible 1974 Stock Option Plan. After discussion, upon motion duly made by Mr. Blank, seconded by Mr. Herman Sprayregen and unanimously carried, it was

RESOLVED, that Messrs. Sauler, Robbins and Silvestri be, and they hereby are, designated members of a committee of the Board and are authorized to consider and vote upon a 1974 Stock Option Plan for the Company and to have said Plan presented for approval to the next meeting of shareholders of the Company.

A discussion then took place concerning the fixing of a record date for, and the time and place of, a meeting of the Company's shareholders and concerning the proxy material for such meeting, and related matters. There was also a discussion of the four proposed shareholder resolutions and these proposals were thought to lack merit. After discussion, upon motion duly made by Mr. Blank, seconded by Mr. Robbins and unanimously carried, it was

RESOLVED, that, pursuant to Article I, Section 4 of the By-Laws of the Company, a Special Meeting of the Shareholders in Lieu of Annual Meeting is called to be held at the offices of the Denver Inner Spring Company Division of the Company's subsidiary, Steadley Company, Inc., Denver, Colorado, at 9:00 A.M., November 1, 1974, to consider the following: (a) the election of two directors of the Company; (b) shareholder proposals; (c) approval of the 1974 Stock Option Plan; and (d) such other business as may properly come before the meeting; and further

**Defendant's Exhibit N - Minutes of Board of Directors of  
Defendant of August 22, 1974**

RESOLVED, that the close of business on September 14, 1974 is hereby fixed as the record date for the determination of shareholders entitled to vote at the Special Meeting; and further

RESOLVED, that the proper officers of the Company are hereby authorized and directed to mail all proxy material to the shareholders not less than ten (10) days in advance of the Special Meeting; and further

RESOLVED, that Gerald Sauler and Herman Spruytgeen be and hereby are nominated by management to stand for election as directors of the Company at the Special Meeting; and further

RESOLVED, that the Board of Directors recommends to the shareholders approval of the 1974 Stock Option Plan and recommends to the shareholders that they do not approve any of the four shareholders resolutions presented to this meeting which may be submitted to the Special Meeting; and further

RESOLVED, that Gerald Sauler and Gerald A. Fox are hereby designated management proxies to vote at said meeting, with instructions to vote all proxies received in accordance with the instructions therein contained, or in the absence of such instructions, in favor of the election of the persons above nominated for Directors of the Company and in favor of the 1974 Stock Option Plan and against any of the four shareholders resolutions presented to this meeting which may be submitted to the Special Meeting, and to vote in their discretion on any other matters that may properly come before the meeting, each of such proxies to have full power of substitution and each to have full power to act in the absence of the other; and further

RESOLVED, that the proper officers and directors be, and they hereby are, authorized and directed to do any and all acts and things, including without limitation, the hiring of proxy solicitors, and to expend all sums of money which they, in their sole and absolute discretion deem necessary or advisable to carry out the foregoing resolutions and the holding of the Special Meeting as aforesaid; and further

RESOLVED, that the Executive Committee is hereby authorized to change the record date for determination of shareholders entitled to vote at the Special Meeting and the date of the Special Meeting.

After discussion, upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that an option to purchase 2,000 shares of the Company's common stock under the Company's 1969 Stock Option Plan be, and the same hereby is, granted effective as of this date to Mr. Eugene Levy at an option price of \$1.00 per share.

**Defendant's Exhibit N - Minutes of Board of Directors of  
Defendant of August 22, 1974**

Mr. Gerald Sprayregen then reported on litigation  
instituted by Kopy Instruments Products, Inc. against the Company and  
the Company's subsidiary, Tuck Industries, Inc.

There being no further business to come before the  
meeting, the meeting was, upon motion duly made, seconded and  
unanimously carried, adjourned.

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Gerald A. Fox  
Secretary

DEFENDANT'S

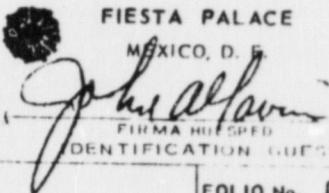
EXHIBIT  
U. S. Dist. Court  
S. D. of N. Y.

E67

DEFENDANT'S EXHIBIT P - PERSONAL EXPENSE ACCOUNT OF  
PLAINTIFF

REG. FED. CAUS. PMH-670418-003 CED. EMP. 640065 CAMARA DE COM.  
 10000 GASTOS 10000 MMH(2) 620.00 : 6/2  
 6/2000  
 100 BEBIDAS ULTA. 10000 MMH(2) 620.00 : 6/30  
 P/FIESTA CALIFORNIA DE MEXICO P/CTC 8000 0.00  
 COM APLICADO.  
 RVG/6/2000

21

PROMOTORA MEXICANA DE HOTELES, S. A.  
 FIESTA PALACE  
 MEXICO, D. F.  
  
 FIRMA HUEGA  
 IDENTIFICATION GUEST

FOLIO No. 699065

MEMORANDUM	FECHA	REFERENCIA	CARGOS	ABONOS	SALDO	SALEDO ANTERIOR	CUARTO
5003	1	30MAY-73 BAR -	* 46.00		* 46.00	* 46.00	1/20
	2	30MAY-73 HABIT. BAL.	* 420.00				1/20
	3	30MAY-73 TAX. BAL.	* 21.00		* 487.00	* 487.00	1/20
Americana de la C	4	31MAY-73 RESTO -	* 67.00		* 554.00	* 554.00	1/20
	5	31MAY-73 LUIS -	* 118.00		* 672.80	* 672.80	1/20
	6	31MAY-73 - DIRECT -		* 1113.80	* 441.00	* 441.00	1/20
	7	31MAY-73 HABIT. BAL.	* 420.00				1/20
	8	31MAY-73 TAX. BAL.	* 21.00		* 0.00		1/20
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REGISTRO DE LLAMADAS LOCALES

LECTURA ANTERIOR \_\_\_\_\_

LECTURA ACTUAL \_\_\_\_\_

DIF. O NO. LLAMADAS \_\_\_\_\_

O B S E R V A C I O N E S	
6/62 R/FRANK CHEMICAL DE MEXICO CDA.TAPIEGA #12 IXTAPALA MEXICO P/CTC 20% DESC COM APLICADO.	

Debo y Pagare Incondicionalmente a PROMOTORA MEXICANA, DE HOTELES, S. A., el importe de esta cuenta en la ciudad de Mexico, D. F. al dia mencionado.

DEFENDANT'S EXHIBIT S - MINUTES OF BOARD OF DIRECTORS OF  
DEFENDANT OF APRIL 6, 1973  
MINUTES OF A SPECIAL MEETING OF THE  
BOARD OF DIRECTORS  
OF  
TECHNICAL TAPE, INC.  
Held April 6, 1973

A Special Meeting of the Board of Directors of Technical Tape, Inc., (the "Company") was held on Friday, April 6, 1973 at 200 Park Avenue, Suite 2020, New York, New York at 8:30 A. M.

Waivers of Notice of Meeting, signed by the Directors of the Company, were presented to the meeting and filed as part of these minutes.

The following Directors, constituting a quorum of the Board, were present:

Richard Bernard  
John A. Gavin  
Gerald Sprayregen  
Herman Sprayregen  
Howard Weitz

W. David Robbins and Don Silvestri were absent from the meeting. Mr. Gerald Sprayregen acted as Chairman of the meeting and Mr. Howard Weitz acted as Secretary.

The Chairman stated that the purpose of the meeting was to consider and act upon an ultimatum issued by Mr. John Gavin to the Chairman on Tuesday, April 3, 1973 at Mr. Gavin's office in New Rochelle, New York to the effect that, unless the employment of Mr. Donald Moran, Vice President of Marketing of the Company, was terminated by April 6, 1973, Mr. Gavin would immediately resign as a Director and as President of the Company.

and its subsidiaries. Mr. Gavin and Mr. Gerald Sprayregen then disagreed as to whether or not such ultimatum had been issued. Mr. Herman Sprayregen then asked Mr. Gavin to state to the Board whether, in fact, he had made such a statement. Subsequently, Mr. Gavin acknowledged that he had, in fact, made the statement attributed to him by the Chairman. After discussion, Mr. Herman Sprayregen proposed that a vote be taken by the Board as to whether or not Mr. Moran's employment by the Company should be terminated. All of the Directors present, except Mr. Gavin, thereupon voted in favor of Mr. Moran's employment not being terminated.

Messrs. Bernard, Herman Sprayregen and Weitz thereupon left the meeting and the meeting was accordingly recessed until later in the day.

At 3:00 P.M., the meeting was reconvened at the same place and there were then present Messrs. Richard Bernard, Gerald Sprayregen, Herman Sprayregen and Howard Weitz, constituting a quorum of the Board. Mr. Gavin was absent from the reconvened meeting.

The Chairman then stated that it would be in order for the Board to act upon Mr. Gavin's resignation as a Director and as President of the Company. Upon motion duly made by Herman Sprayregen and seconded by Mr. Weitz, it was unanimously

RESOLVED, that the resignation of John Gavin as a Director and as President and Chief Operating Officer of the Company, and as a Director and as an Officer of each of the Company's subsidiaries in which he serves in such position or positions is hereby accepted, such resignation to be effective immediately.

The Chairman then stated that he had met with Mr. Gavin for approximately three hours after the morning meeting had been recessed. The Chairman

Defendant's Exhibit S - Minutes of Board of Directors of  
Defendant of April 6, 1973

reported that Mr. Gavin had requested that he receive from the Company an amount in cancellation of his employment arrangement with the Company. The Chairman then stated that, since Mr. Gavin had resigned from the Company, he would not at this time recommend that any immediate arrangement be made with Mr. Gavin, but that further study of the matter would be made and counsel for the Company would be consulted.

Discussion thereupon ensued concerning the office of President vacated by Mr. Gavin. Mr. Gerald Sprayregen was thereupon duly nominated by Mr. Bernard to serve as President of the Company in addition to the other offices held by Mr. Gerald Sprayregen. Mr. Weitz seconded Mr. Sprayregen's nomination, whereupon it was unanimously

RESOLVED, that Gerald Sprayregen is hereby elected to the office of President of the Company, in addition to his offices as Chairman of the Board and Chief Executive Officer, for the ensuing year and until his successor is duly elected and shall have qualified.

Discussion thereupon followed concerning the advisability of publicly announcing Mr. Gavin's resignation. It was the consensus of the Directors that such announcement should be made on Monday morning, April 9, 1973. Mr. Weitz was then instructed to issue an appropriate news release at that time.

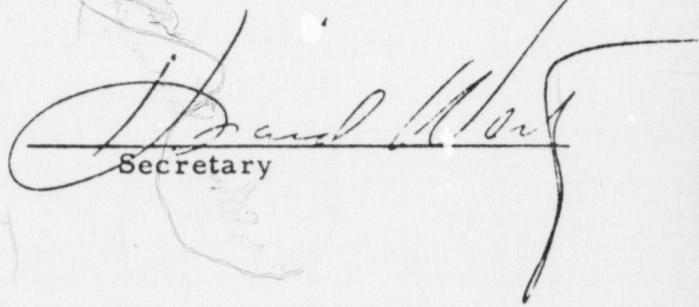
The Chairman next stated that the resignation of Mr. Gavin had also created a vacancy on the Executive Committee of the Company. Mr. Bernard thereupon duly nominated Mr. Herman Sprayregen to serve as a member of the Executive Committee, which nomination was seconded by Mr.

Defendant's Exhibit S - Minutes of Board of Directors of  
Defendant of April 6, 1973

Weitz. Whereupon, it was unanimously

RESOLVED, that Herman Sprayregen is hereby elected to serve as a member of the Executive Committee for the ensuing year and until his successor is duly elected and shall have qualified.

There being no further business, the Special Meeting of the Board of Directors was thereupon adjourned.

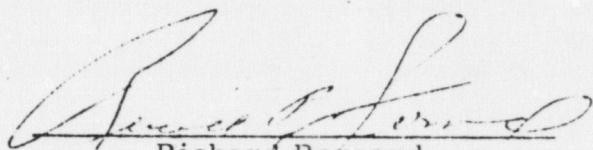
  
Daniel W. Wolf  
Secretary

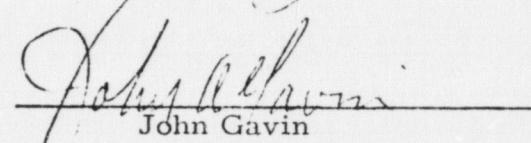
Dated: April 6, 1973  
New York, New York

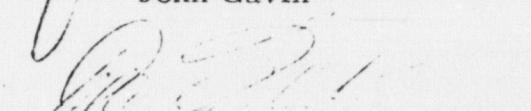
Defendant's Exhibit S - Minutes of Board of Directors of  
Defendant of April 6, 1973

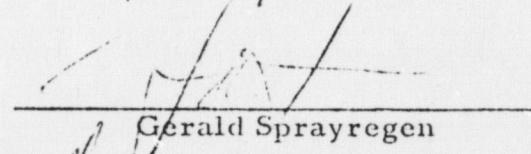
WAIVER OF NOTICE OF SPECIAL MEETING  
OF THE BOARD OF DIRECTORS  
OF TECHNICAL TAPE, INC.  
TO BE HELD APRIL 6, 1973

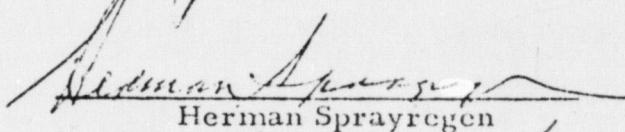
The undersigned hereby waives notice of a Special Meeting of the Board of Directors of Technical Tape, Inc., to be held on Friday April 6, 1973 at 8:30 A.M. at Suite 2020, 200 Park Avenue, New York, New York for the purpose of considering and acting upon such matters as may be brought before the meeting.

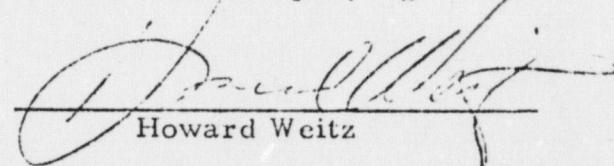
  
Richard Bernard

  
John Gavin

  
Don Silvestri

  
Gerald Sprayregen

  
Herman Sprayregen

  
Howard Weitz

Dated: April 6, 1973  
New York, New York

Defendant's Exhibit S - Minutes of Board of Directors of  
Defendant of April 6, 1973

WAIVER OF NOTICE OF SPECIAL MEETING  
OF THE BOARD OF DIRECTORS  
OF TECHNICAL TAPE, INC.  
TO BE HELD APRIL 6, 1973

The undersigned hereby waives notice of a Special  
Meeting of the Board of Directors of Technical Tape, Inc., to be  
held on Friday April 6, 1973 at 8:30 A.M. at Suite 2020, 200 Park  
Avenue, New York, New York for the purpose of considering and  
acting upon such matters as may be brought before the meeting.



W. David Robbins

Dated: April 5, 1973  
Richmond, Virginia

DEFENDANT'S EXHIBIT T - MINUTES OF BOARD OF DIRECTORS OF  
DEFENDANT OF APRIL 24, 1973

MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF  
TECHNICAL TAPE, INC.  
HELD APRIL 24, 1973

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A Special Meeting of the Board of Directors of Technical Tape, Inc. was held at Suite 2020, 200 Park Avenue, New York, New York on Tuesday, April 24, 1973 at 10:15 A.M.

The following directors, constituting all the Directors of the Company and a quorum, were present:

D. David Robbins  
Gerald Sprayregen  
Herman Sprayregen  
Richard Bernard  
Howard Weitz  
Don Silvestri

Gerald Sprayregen, Chairman of the Board, President and Chief Executive Officer of the Company, called the meeting to order and acted as Chairman. Howard Weitz was appointed Secretary of the meeting.

The Chairman presented to the meeting a Waiver of Notice of Meeting dated April 24, 1973 signed by each of the directors of the Company, which was ordered to be annexed to these minutes; he stated that a quorum of directors being present, this meeting is duly convened.

The minutes of the April 6, 1973 meeting were read and approved.

The Chairman discussed the Company's earnings appearing in SEC Form 10-K for the year 1972, and a discussion ensued concerning 1972

**Defendant's Exhibit T - Minutes of Board of Directors of  
Defendant of April 24, 1973**

E75

earnings and projections for 1973. The Chairman next discussed the advisability of hiring better qualified personnel at the plant level. The Chairman also discussed the Company's manufacturing operations at its Beacon and Carbondale plants and also the status of the Wheeling plant. He stated that an outside consulting firm had been hired to study manufacturing processes and cost factors.

The Chairman next discussed the January 1, 1973 agreement that had been entered into between the Company and Horizon Brands Corp. After discussion, and upon motion duly made and seconded, it was unanimously

**RESOLVED**, that the agreement dated January 1, 1973 between the Company and Horizon Brands Corp. is hereby ratified, confirmed and approved.

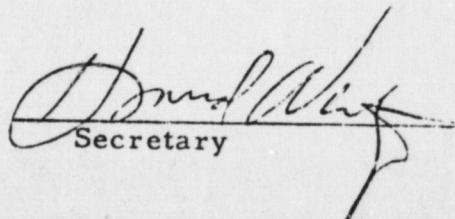
The Chairman next discussed the status of the Hoff case, and the officers of the Company and its counsel were authorized to continue discussions concerning the settlement of same.

The Chairman then recommended that the Company's Executive Committee be given the authority to purchase up to 300,000 shares of the Company's common stock in the open market. After discussion, and upon motion duly made and seconded, it was unanimously

**RESOLVED**, that the Executive Committee is hereby authorized to purchase up to a total of 300,000 shares of the Company's common stock in the open market, as permitted by applicable regulations.

There being no further business, the meeting was, upon motion duly made and seconded, adjourned.

New York, New York  
April 24, 1973

  
Donald W. Alford  
Secretary

Minutes of Meeting Approved

DEFENDANT'S EXHIBIT U - ANNOUNCEMENT DATED APRIL 9, 1973  
OF GERALD SPRAYREGEN OF DEFENDANT TO EMPLOYEES.

Technical Tape Inc.

April 9, 1973

TO OUR EMPLOYEES:

The Board of Directors, on April 6, 1973, accepted the resignation of Mr. John A. Gavin from his positions as President, Chief Operating Officer, and as a member of the Board of Directors.

Mr. Gerald Sprayregen, Chairman of the Board, has been appointed by the Board as President and will directly supervise all Managers who have been reporting directly to the President. There are no other changes in the Management Organization.

I am certain that all of you will continue to cooperate with us to insure the Company's successful growth in our Industry.

If you need any further information or have any questions, please do not hesitate to call me.

GS/ssc

Gerald Sprayregen  
Chairman and President

**UNITED STATES COURT OF APPEALS**  
for the Second Circuit

JOHN A. GAVIN,

Plaintiff-Appellee,

- against -

TECHNICAL TAPE INC., et al.,

Defendant-Appellants.

Index No. *[Handwritten]**Affidavit of Personal Service*

STATE OF NEW YORK, COUNTY OF New York

ss.:

I, James Steele, being duly sworn,  
 depose and say that deponent is not a party to the action, is over 18 years of age and resides at  
 250 West 146th Street, New York, New York  
 That on the ~~late~~ day of May 1975 at N 580 Fifth Ave, N.Y. N.Y.

deponent served the annexed *Exhibit Volume* upon  
 Parker Chapin & Flattau

the Attorney(s) in this action by delivering a true copy thereof to said individual personally. Deponent knew the person so served to be the person mentioned and described in said papers as the Attorney(s) herein,

Sworn to before me, this 1st  
 day of May 19 75

ROBERT T. BRIN  
 NOTARY PUBLIC, State of New York  
 No. 31-0418950  
 Qualified in New York County  
 Commission Expires March 30, 1977

JAMES STEELE